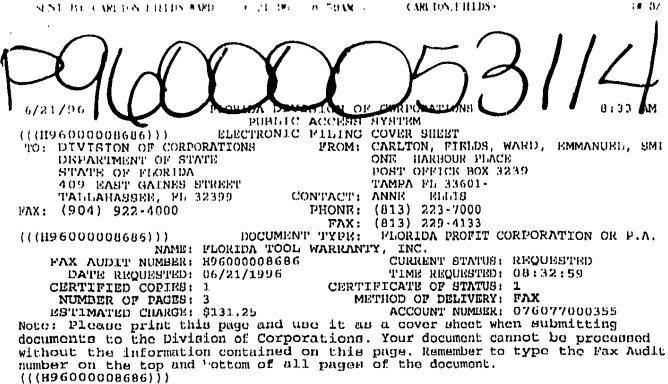
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AUDIT NO. 1196000008686

ARTICLES OF INCORPORATION OF FLORIDA TOOL WARRANTY, INC.

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The undersigned, acting as incorporator of a corporation under the Florida Business Corporation Act, adopts the following articles of incorporation for such corporation:

ARTICLE I Name

The name of the corporation is Florida Tool Warranty, Inc.

ARTICLE II Initial Principal Office and Mailing Address

The Corporation's initial principal office and mailing address is 6815 E. 14th Avenue, Tampa, Florida 33619.

ARTICLE III Shares

The corporation shall have authority to issue 5,000 common shares with a par value of \$1.00 per share.

ARTICLE IV Initial Registered Agent and Office

The street address of its initial registered office is One Harbour Place, Tampa, Florida 33602, and the name of its initial registered agent at that address is Carlton, Fields, Ward, Emmanuel, Smith & Cutler, P.A., Attention: Paul C. Davis, Esquire.

ARTICLE V Incorporator

The name and address of the incorporator are:

<u>Name</u>

Address

Paul C. Davis, Esquire

Carlton, Piclds, Ward, Emmanuel, Smith & Cutler, P.A. One Harbour Place Tampa, Florida 33602

Prepared by: Paul C. Davis, Esquire Carlton Fields One Harbour Place Tampa, Florida 33602

Fla. Bar No. 283691

AUDIT NO. H96000008686

AUDIT NO. H9600000H686

ARTICLE VI Initial Director

The corporation initially shall have three (3) directors, whose names and addresses ares

Nunc	Address
Fred MacFawn	P. O. Box 75069, Tumpa, Plorida 33675
Martin R. Koch	P. O. Box 75069, Tampa, Piorida 33675
James B. Bowling	P. O. Box 75069, Tampa, Florida 33675

Dated this day of June, 1996.

PAUL C. DAVIS, Incorporator

ACCEPTANCE BY REGISTERED AGENT

Having been named as registered agent and to accept service of process for the Corporation, at the place designated as the registered office, the undersigned hereby accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of the undersigned's duties, and the undersigned is familiar with and accepts the duties and obligations of the undersigned's position as registered agent.

Dated this day of lune, 1996.

REGISTERED AGENT:

CARLTON, FIELDS, WARD, EMMANUEL, SMITH & CUTLER, P.A.

Paul C. Davis, Esquire

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AUDIT NO. H96000008686