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DOUGLAS A. MANGO  
CONNIE JO PECORE  
WENDY RUSSELL WIENER  
ROBERT E. WOLFE, JR.  
\*ALSO ADMITTED IN NEW YORK

RECEIVED  
96 NOV -5 AM 9:50  
TALLAHASSEE, FLORIDA  
FACSIMILE (904) 222-7710

November 4, 1996

Department of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

400001995744--4  
-11/05/96--01045--016  
\*\*\*\*122.50 \*\*\*\*122.50

RE: Proposed Corporation: NA Warranty Services of Florida, Inc.

Gentlemen:

Enclosed is an original and one (1) copy of the articles of incorporation and a check in the amount of \$122.50 for the following fees:

\$35.00	Filing Fee
\$35.00	Designation of Registered Agent
\$52.50	Certified Copy
\$122.50	Total

From: Douglas A. Mang  
660 East Jefferson  
Tallahassee, FL 32301  
222-7710

DAM/wds

Enclosures

*Call when Ready*

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96 NOV -5 AM 9:35  
DIVISION OF CORPORATIONS

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ARTICLES OF INCORPORATION  
OF  
NA WARRANTY SERVICES OF FLORIDA, INC.

The undersigned natural person, acting hereby as Incorporator for the purposes of forming a corporation for profit under the provisions of the Florida Business Corporation Act, does hereby adopt the following Articles of Incorporation:

ARTICLE I. NAME AND ADDRESS

The name of the corporation (hereinafter referred to as the "Corporation") shall be:

NA Warranty Services of Florida, Inc.

The mailing address of the corporation shall be:

660 East Jefferson Street  
Tallahassee, Florida 32301

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE II. DURATION

The duration of the corporation shall be perpetual.

ARTICLE III. PURPOSE

The purpose or purposes for which this Corporation is formed are:

1. To transact any lawful business for which corporations may be incorporated under the Florida Business Corporation Act.
2. To do such other things as are incidental to the above or necessary or desirable in order to accomplish the above.

ARTICLE IV. CAPITAL STOCK

The number of shares which the corporation is initially authorized to issue shall be 1,000 shares. Such shares shall be of a single class of common stock only, and shall have a par value of \$.01 per share.

ARTICLE V. INITIAL REGISTERED OFFICE AND AGENT

The street address of the corporation's initial registered office shall be 660 East Jefferson Street, Tallahassee, FL 32302, and the name of its registered agent at that address shall be Douglas A. Mang, Esq.

ARTICLE VI. INCORPORATOR

The name and address of the incorporator, who is a citizen of the United States, is:

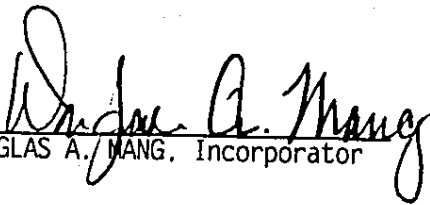
Douglas A. Mang, Esq.  
660 East Jefferson Street  
Tallahassee, FL 32302

ARTICLE VII. DIRECTORS

The Corporation shall have three (3) Directors initially. The number of Directors may be increased or decreased from time to time in accordance with the By-Laws but shall never be less than one. The name and address of each initial Director of the Corporation is as follows:

<u>NAME</u>	<u>ADDRESS</u>
Pogers P. Freedlund, Jr.	30 Stirrup Cup Court St. Charles, IL 60174
William R. Mette, Jr.	3751 N. Mission Hills Northbrook, IL 60062
Steven A. Cuculich	16304 Moradas Tampa, FL 33613

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 4<sup>th</sup> day of November 1996.

  
DOUGLAS A. MANG, Incorporator

STATE OF FLORIDA  
COUNTY OF LEON

I HEREBY CERTIFY that before me, the undersigned authority, personally appeared Douglas A. Mang, known to me to be the party who subscribed to and executed the foregoing Articles of Incorporation of NA Warranty Services of Florida, Inc. and acknowledged that he executed the same, as his voluntary act, deed and agreement for the purposes therein expressed.

WITNESS my hand and official seal in the county and state aforesaid on this 4th day of November, 1996.



WILLIE DAY SELF  
My Commission CC427248  
Expires Dec. 18, 1998

*Willie Day Self*  
Notary Public  
My Commission Expires: 12-18-98

CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: NA Warranty Services of Florida, Inc.
2. The name and address of the registered agent is:

Douglas A. Mang  
660 East Jefferson  
Tallahassee, FL 32301

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

DATE:

November 4, 1996

By:

*Douglas A. Mang*

FILED  
96 NOV -5 AM 9:55  
TALLAHASSEE, FL  
CLERK OF DISTRICT COURT