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FLORIDA DIVISION OF CORPORATIONS
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AME: INSURED AUTO LIQUIDATION, INC.

AUDIT NUMBER.....H97000012286

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

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ARTICLES OF INCORPORATION

OF

INSURED AUTO LIQUIDATION, INC.

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SECRETARY STATE
TALLAHASSEE, FLORIDA

ARTICLE I.

The name of this Corporation is:

INSURED AUTO LIQUIDATION, INC., a Florida Corporation

ARTICLE II.

This Corporation shall exist in perpetuity commencing on the date of execution and acknowledgment of these Articles of Incorporation.

ARTICLE III.

The Corporation may engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV.

This Corporation is authorized to issue 10,000 shares of \$1.00 par value common stock which shall be designated as "Common Shares."

ARTICLE V.

In the event of any voluntary or involuntary liquidation, dissolution or winding up of this Corporation the assets of the Corporation shall be payable to and distributed ratably among the holders of record of the Common Shares.

ARTICLE VI.
VOTING RIGHTS:

Except as otherwise provided by Law, the entire voting power for the election of Directors and for all other purposes shall be vested exclusively in the holders of the outstanding Common Shares.

Prepared by:
Mark B. Goldstein, Esquire
1000 South Federal Highway, #201
Fort Lauderdale, Florida 33316
(954) 761-8810
Florida Bar No. 705276

H 97000012286

H 97000012286

ARTICLE VII.
PREEMPTIVE RIGHTS:

Every shareholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VIII.

The street address of the initial registered office of this Corporation is: 1000 SOUTH FEDERAL HIGHWAY, SUITE 201, FORT LAUDERDALE, FLORIDA 33316, and the name of the initial registered agent of this Corporation at that address is: MARK B. GOLDSTEIN, and the principal place of business of the Corporation is: 2612 North Federal Highway, Delray Beach, Florida 33483.

ARTICLE IX.

This Corporation shall have four (2) Directors initially. The number of Directors may be either increased or diminished from time to time by the By-Laws but shall never be less than one (1). The names and address of the initial Director of this Corporation is:

DOUG PETERS
2612 NORTH FEDERAL HIGHWAY
DELRAY BEACH, FLORIDA 33483

MARK B. GOLDSTEIN
1000 SOUTH FEDERAL HIGHWAY
FORT LAUDERDALE, FLORIDA 33316

ARTICLE X.

The name and address of the person or entity signing these Articles of Incorporation is:

MARK. B. GOLDSTEIN
1000 SOUTH FEDERAL HIGHWAY
FORT LAUDERDALE, FLORIDA 33316

ARTICLE XI.
AMENDMENT:

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendments thereto, and any right conferred upon the shareholders is subject to this reservation.

H 97000012286 2

H 97000012286

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 28 day of July, 1997.

INSURED AUTO LIQUIDATION, INC.,
a Florida Corporation

BY: [Signature]
MARK B. GOLDSTEIN, Incorporator

STATE OF FLORIDA:
SS:
COUNTY OF BROWARD:

I HEREBY CERTIFY on this day, before me, an officer duly authorized to administer oaths and to take acknowledgments, personally appeared MARK B. GOLDSTEIN, known to me to be the person described in and who executed the foregoing instrument, who acknowledged before me that he executed the same, that I relied upon the following form of identification of the above-named person; i.e., Florida Drivers License and that an oath was not taken.

WITNESS my hand and official seal, this 28 day of July, 1997, in the County and State aforesaid.



ANGELA CATHERINE WARSHEFSKI
My Commission CC529542
Expires Jan. 23, 2000

[Signature]
PRINT NAME: ANGELA WARSHEFSKI
NOTARY PUBLIC, STATE OF FLORIDA
My commission expires:
Commission No:

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H 97000012286

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT
UPON WHOM PROCESS MAY BE SERVED**

IN PURSUANCE OF CHAPTER 607.34, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED IN COMPLIANCE WITH SAID ACT:

FIRST THAT **INSURED AUTO LIQUIDATION, INC.,** A FLORIDA CORPORATION DESIRING TO
ORGANIZE UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL OFFICE,
AS INDICATED IN THE ARTICLES OF INCORPORATION AT: 2612 N. FEDERAL HIGHWAY,
DELRAY BEACH, FLORIDA 33483, HAS NAMED: **MARK B. GOLDSTEIN**, 1000 SOUTH
FEDERAL HIGHWAY, SUITE 201, FORT LAUDERDALE, FL 33316, AS ITS AGENT TO
ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

INSURED AUTO LIQUIDATION, INC.,
a Florida Corporation

BY: [Signature]
MARK B. GOLDSTEIN, DIRECTOR

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE-STATED
CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE
TO ACT IN THIS CAPACITY, AND FURTHER AGREE TO COMPLY WITH THE PROVISIONS
OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY
DUTIES.

BY: [Signature]
MARK B. GOLDSTEIN
Dated:

STATE OF FLORIDA)
SS:)
COUNTY OF BROWARD)

I HEREBY CERTIFY on this day, before me, an officer duly authorized to administer
oaths and to take acknowledgments, personally appeared **MARK B. GOLDSTEIN**, known to me to
be the person described in and who executed the foregoing instrument, who acknowledged before me
that he executed the same, that I relied upon the following form of identification of the above-named
person; Florida Drivers License and that an oath was not taken.

WITNESS my hand and official seal, this 27 day of July, 1997, in the County and
State aforesaid.



ANGELA CATHERINE WARSHEFSKI
My Commission COS28542
Expires Jan. 20, 2000

[Signature]
ANGELA WARSHEFSKI
NOTARY PUBLIC, STATE OF FLORIDA
My commission expires:
Commission No: _____

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CLERK OF DISTRICT COURT
FLORIDA