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TRANSMITTAL LETTER

TO: Qualification/Tax Lien Section
Division of Corporations

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SUBJECT: B * E ENTERPRISES, INC.
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

W95-15810

DAVID M. BAUMAN, ESQ.
(Name of Person)

(Firm/Company)

101 N. OCEAN DR #207
(Address)

HOLLYWOOD, FLORIDA 33019
(City/State/Zip)

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Should you need to call someone concerning this matter, please call:

DAVID M. BAUMAN
(Name of Person) at (305) 922-3438
(Area Code & Daytime Telephone Number)

COURIER ADDRESS:

Qualification/Tax Lien Sec.
Division of Corporations
409 E. Gaines St
Tallahassee, FL 32399

MAILING ADDRESS:

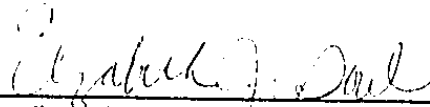
Qualification/Tax Lien Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

CORPORATE RESOLUTION TO ADOPT A FLORIDA CORPORATE NAME

I, the undersigned, Elizabeth J. Soul, as President of B & E Enterprises, a corporation duly organized and existing under the laws of the State of Maryland; and in good standing and fully authorized to transact business in the State of Maryland do hereby certify that the following is a copy of Resolutions adopted the Board of Directors of said corporation at its meeting duly held on the 31st day of July, 1995:

1. RESOLVED, that B & E Enterprises, a Maryland corporation, does hereby adopt the name SOS TOWING, Inc. as the Florida corporate name for that same corporation to be listed with the Secretary of State of the State of Florida as a foreign corporation with a certificate of authority to do business in the State of Florida.

IN WITNESS WHEREOF, I have hereunto subscribed my name and affixed the seal of this Corporation, this 31st day of July, 1995.

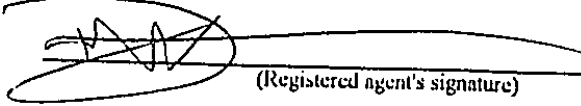


Elizabeth J. Soul, President
B & E Enterprises, Inc.

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APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION
TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE
STATE OF FLORIDA:

1. B & F ENTERPRISES INC.
(Name of corporation: must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)
2. MARYLAND
(State or country under the law of which it is incorporated)
3. N/A
(FBI number, if applicable)
4. 12/5/94
(Date of Incorporation)
5. PERPETUAL
(Duration: Year corp. will cease to exist or "perpetual")
6. 7/25/95
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.))
7. 5006 TYLER ST.
HOLLYWOOD, FLORIDA 33024
(Current mailing address)
8. TOWING AND TRANSPORTING, VEHICLE RECOVERIES AND REPOSSESSIONS,
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida) SNOW REMOVAL
9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box **NOT** acceptable)
Name: DAVID M. BAUMAN, ESQ.
Office Address: 101 N. OCEAN DR #207
HOLLYWOOD, FLORIDA, Florida, 33019
(Zip Code)
10. Registered agent's acceptance:
Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

(Registered agent's signature)
11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

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12. Names and addresses of officers and/or directors: (Street address ONLY- P. O. Box NOT acceptable)

A. DIRECTORS (Street address only- P. O. Box NOT acceptable)

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: ELIZABETH J. SOUL

Address: 5006 TYLER ST

HOLLYWOOD, FLORIDA 33024

Director: _____

Address: _____

B. OFFICERS (Street address only- P. O. Box NOT acceptable)

President: ELIZABETH J. SOUL

Address: 5006 TYLER ST, HOLLYWOOD, FLORIDA 33024

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. Elizabeth J. Soul
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. ELIZABETH J. SOUL PRESIDENT
(Typed or printed name and capacity of person signing application)

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STATE OF MARYLAND

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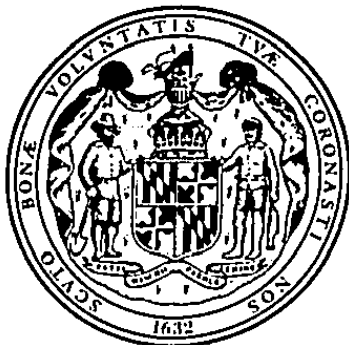
STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

301 West Preston Street Baltimore, Maryland 21201

I, BRENDA A. WALKER OF THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF THE STATE OF MARYLAND, DO HEREBY CERTIFY THAT SAID DEPARTMENT, BY THE LAWS OF SAID STATE, IS THE CUSTODIAN OF THE RECORDS OF THIS STATE RELATING TO THE FORFEITURE OR SUSPENSION OF CORPORATE CHARTERS, OR OF CORPORATIONS TO TRANSACT BUSINESS IN THIS STATE; AND I AM THE PROPER OFFICER TO EXECUTE THIS CERTIFICATE.

I FURTHER CERTIFY THAT B & E ENTERPRISES INC. IS A CORPORATION DULY INCORPORATED AND EXISTING UNDER AND BY VIRTUE OF THE LAWS OF MARYLAND AND SAID CORPORATION HAS FILED ALL ANNUAL REPORTS REQUIRED, HAS NO OUTSTANDING LATE FILING PENALTIES ON THOSE REPORTS, AND HAS A RESIDENT AGENT. THEREFORE, THE CORPORATION IS AT THE TIME OF THIS CERTIFICATE IN GOOD STANDING WITH THIS DEPARTMENT AND DULY AUTHORIZED TO EXERCISE ALL THE POWERS RECEIVED IN ITS CHARTER OR CERTIFICATE OF INCORPORATION, AND TO TRANSACT BUSINESS IN THE STATE OF MARYLAND.

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IN WITNESS WHEREOF, I HAVE HEREUNTO SET MY HAND AND AFFIXED THE SEAL OF THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND AT BALTIMORE THIS 13TH DAY OF AUGUST, 1995.

Brenda A. Walker
BRENDA A. WALKER
ADMIN SPECIALIST II