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FILED

EFFECTIVE DATE
10-19-01

01 OCT 22 AM 11:02

SECRETARY OF STATE
TALLAHASSEE, FLORIDA
FAX: (904) 825-2734

October 18, 2001

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32399

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RE: Articles of Incorporation of ABSOLUTE OFF-ROAD RECOVERY AND
TOWING, INC.

Dear Member of the Department of State:

Please find enclosed the original and two (2) copies of the Articles of Incorporation of ABSOLUTE OFF-ROAD RECOVERY AND TOWING, INC., along with a check in the amount of \$87.50 to cover the applicable filing fees, as well as a certified copy of the Articles of Incorporation and a Certificate of Status. The Incorporator, Richard C. Hall, is currently doing business as Absolute Off-Road Recovery and Towing, after filing the appropriate Fictitious Name papers. He hereby gives his permission to use this name for his new corporation.

The effective date of the Incorporation of Absolute Off-Road Recovery and Towing, Inc., is October 19, 2001.

Should you have any questions, please do not hesitate to contact me. Thank you for your assistance in this matter.

Sincerely,

Donald R. McClung

Donald R. McClung

cc: Richard C. Hall
Thomas L. Davis

C. BLALOCK OCT 23 2001

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION OF

ABSOLUTE OFF-ROAD RECOVERY AND TOWING, INC.

The undersigned, for the purpose of forming a corporation for profit under the laws of Florida, adopts the following Articles of Incorporation.

ARTICLE 1

NAME AND ADDRESS

Section 1.1 Name. The name of the corporation is Absolute Off-Road Recovery and Towing, Inc.

Section 1.2 Address of Principal Office. The address of the principal office of the corporation is
2102 University Boulevard, South
Jacksonville, FL 32216.

ARTICLE 2

DURATION

Section 2.1 Duration. This corporation shall exist perpetually. Corporate existence shall commence on October 19, 2001.

ARTICLE 3

PURPOSES

Section 3.1 Purposes. This corporation is organized for the purposes of transacting any or all lawful business permitted under the laws of the United States and of the State of Florida.

ARTICLE 4

CAPITAL

Section 4.1 Authorized Capital. The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time is 10,000 shares of voting common stock having a par value of \$1.00 per share.

ARTICLE 5

INITIAL REGISTERED OFFICE AND AGENT

Section 5.1 Name and Address. The street address of the initial registered office of this corporation is
2102 University Boulevard, South
Jacksonville, FL 32216,
and the name of the initial registered agent of this corporation at that address is
Richard Clayton Hall.

ARTICLE 6

DIRECTORS

Section 6.1 Number. This corporation shall have two (2) directors initially. The number of directors may be increased or diminished from time to time by the bylaws, but shall never be less than one.

Section 6.2 Initial Directors. The names and address of the members of the first board of directors of the corporation are:

<u>NAME</u>	<u>ADDRESS</u>
Richard Clayton Hall	2102 University Boulevard, South, Jacksonville, FL 32216
Elizabeth Shea Hall	2102 University Boulevard, South, Jacksonville, FL 32216

ARTICLE 7

BYLAWS

Section 7.1 Bylaws. The initial bylaws of this corporation shall be adopted by the board of directors. Bylaws may be amended or repealed from time to time by either the board of directors or the shareholders, but the board of directors shall not alter, amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that such bylaw is not subject to amendment or repeal by the board of directors.

ARTICLE 8

INCORPORATOR

SECTION 8.1 Name and Address. The name and street address of the incorporator of this corporation is:

<u>NAME</u>	<u>ADDRESS</u>
Richard Clayton Hall	2102 University Boulevard, South, Jacksonville, FL 32216

ARTICLE 9

INDEMNIFICATION

Section 9.1 Indemnification. The board of directors is hereby specifically authorized to make provision for indemnification of directors, officers, employees and agents to the full extent permitted by law.

ARTICLE 10

AMENDMENT

Section 10.1 Amendment. This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the incorporator has executed these Articles on October ____, 2001.

Donald R. McClung
Witness
Elizabeth Sue Hall
Witness

Richard C. Hall
Richard Clayton Hall

ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for ABSOLUTE OFF-ROAD RECOVERY AND TOWING, INC., at the place designated in the above Articles of Incorporation, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties. I am familiar with and I accept the obligations of a registered agent.

Richard C. Hall
Richard Clayton Hall

October 18, 2001
Date

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