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### GARY D. LeMASTER & ASSOCIATES, P.A. ATTORNEY AND COUNSELOR AT LAW

7 East Silver Springs Blvd., Suite 100 Ocala, Florida 34470

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## ARTICLES OF INCORPORATION OF DENNIS DARNELL ENTERPRISES, INC.

The undersigned, for the purpose of forming a profit corporation under Florida Statutes Chapter 607, does hereby make and adopt the following Articles of Incorporation:

#### ARTICLE I. NAME

The name of this Corporation is DENNIS DARNELL ENTERPRISES, INC.

#### ARTICLE II. ADDRESS OF CORPORATION

The address of the principle office is 4125 N.E. Jacksonville Road, Ocala, Florida 34479. The mailing address of the principle office is the same.

#### ARTICLE III. PURPOSE AND NATURE OF BUSINESS

The purpose of the Corporation and the nature of its business are as follows:

- 1. To operate a towing service, repossess vehicles and equipment and operate a private investigation service.
- 2. To own property, enter into contracts and carry on any activity necessary or incidental to the accomplishment or furtherance of the purpose of the Corporation.
- 3. The services of this Corporation, which consist of a towing service, repossessing vehicles and equipment and operating a private investigation service shall be carried out only through officers, employees and agents.
- 4. To do everything necessary, proper or convenient for the accomplishment of any of the purposes herein set forth, and to do every other act incidental thereto which is not forbidden by the laws of the State of Florida, or by the provisions of these Articles of Incorporation.

#### ARTICLE IV. CAPITAL STOCK

The maximum number of shares of stock that the Corporation is authorized to have outstanding at any one time is 1000 shares having a par value of \$1.00 per share. Such shares shall be of a single class of common stock.

#### ARTICLE V. DURATION

The Corporation shall have perpetual existence.

#### ARTICLE VI. INITIAL REGISTERED OFFICE AND AGENT

The street address of the principal and initial registered office of the Corporation is 4125 N.E. Jacksonville Road, Ocala, Florida 34479, and the name of the initial registered agent is Dennis F. Darnell. The Board of Directors may from time to time move the office to any other address in the State of Florida and change the registered agent.

#### ARTICLE VII. BOARD OF DIRECTORS

The Corporation shall be managed by a Board of Directors of at least one (1) Director. The Directors shall be elected by the shareholders of the Corporation. The name and street address of each person who is to serve as a member of the initial Board of Directors is as follows:

NAME ADDRESS TITLE

Dennis F. Darnell 4125 N.E. Jacksonville Road President
Ocala, Florida 34479

Juanita F. Carter 4125 N.E. Jacksonville Road Treasurer Ocala, Florida 34479

#### ARTICLE VIII. SUBSCRIBER

The name and address of the subscriber, who is the incorporator of this Corporation, who is duly licensed in the State of Florida to tow vehicles, repossess vehicles and equipment and perform private investigation services are as follows:

NAME ADDRESS

Dennis F. Darnell 4125 N.E. Jacksonville Road President Ocala, Florida 34479

No shareholder may sell or transfer his shares in the Corporation except to another individual who is eligible to be a shareholder of the Corporation under Florida Law.

#### ARTICLE X. BYLAWS

The Bylaws of the Corporation are to be made and adopted by the Board of Directors, and may be altered, amended or rescinded by the Board of Directors.

#### ARTICLE XI. AMENDMENT

The Board of Directors from time to time in the manner provided by law may amend these Articles of Incorporation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation the 12 th day of December 2004.

Dennis F. Darnell, President

STATE OF FLORIDA COUNTY OF MARION

The foregoing instrument acknowledged before me this (2m) day of December 2003, by Dennis F. Darnell, who is personally known to me or who has produced a driver's license as identification and who did take an oath.

Notary Public

State of Florida at Large

My commission expires:

#### ACKNOWLEDGEMENT OF REGISTERED AGENT

Having been named to accept service of process for the above stated corporation, at place designated in the Articles, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

Ву

Dennis F. Darnell

Registered Agent

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