

SAFEWAY TOWING & RECOVERY, INC.
710 EXECUTIVE CENTER DRIVE STE. 322
WEST PALM BEACH, FL 33401

SECRETARY OF STATE
DIVISION OF CORPORATIONS
P.O. BOX 3327
TALLAHASSEE, FL 32314

P960000014031

FEBRUARY 6, 1996

RE: SAFEWAY TOWING & RECOVERY, INC.

GENTLEMEN:

100001712551
-02/12/96--01071--015
****122.50 ****122.50

ENCLOSED ARE THE ORIGINAL AND ONE COPY OF THE ARTICLES OF INCORPORATION,
TOGETHER WITH A CHECK IN THE AMOUNT OF \$122.50 REPRESENTING THE PAYMENT
OF THE FOLLOWING FEES:

FILING FEE	\$35.00
REGISTERED AGENT DESIGNATION	\$35.00
CERTIFIED COPY OF ARTICLES OF INCORPORATION	\$52.50
AMOUNT ENCLOSED	\$122.50

PLEASE ADDRESS ALL CORRESPONDENCE TO THE FOLLOWING ADDRESS UNTIL
FURTHER NOTICE:

SAFEWAY TOWING & RECOVERY, INC.
710 EXECUTIVE CENTER DRIVE STE. 322
WEST PALM BEACH, FL 33401

PHONE: (407) 478-9588

FEB 14 1996

BSM

SINCERELY,


GABRIEL TOBOL
SAFEWAY TOWING & RECOVERY, INC.

RWS\4

FILED
95 FEB 12 PM 3:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
of
SAFEWAY TOWING & RECOVERY, INC.

FILED
96 FEB 12 PM 3:45
SECRETARY OF STATE
PALM BEACH, FLORIDA

The undersigned hereby establishes the following for the purpose of becoming a Corporation under the laws of the State of Florida, by and under the provisions of the Statutes of the State of Florida providing for the formation, liability, rights, privileges and immunities of a Corporation for profit.

ARTICLE I – Corporation Name

The name of the corporation is:
SAFEWAY TOWING & RECOVERY, INC.

ARTICLE II – Mailing Address

The mailing address of the Corporation is 710 EXECUTIVE CENTER DRIVE STE. 322
WEST PALM BEACH, FL 33401

ARTICLE III – Duration

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE IV – Purpose

This corporation is organized for the purpose of engaging in any activities or business permitted now or hereafter conferred by the laws of the United States of America and the State of Florida.

ARTICLE V – Capital Stock

The corporation is authorized to issue ten thousand shares (10,000) of one cent (\$0.01) par value Common Stock, which shall be designated "Common Shares."

ARTICLE VI – 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 the issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VII -- Initial Registered Office and Agent

The name and street address of the Initial Registered Agent of this Corporation is:

Robert W. Slater
214 Brazilian Avenue Ste. 221
Palm Beach Florida 33480

ARTICLE VIII -- Initial Board of Directors

This corporation shall have one (1) director(s) 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 name and address of the initial director of the corporation is as follows:

Gabriel Tobol
710 Executive Center Drive, Suite 322
West Palm Beach Florida 33401

ARTICLE IX -- By-Laws

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and the shareholders.

ARTICLE X -- Incorporator

The name and address of the person signing these Articles of Incorporation is as follows:

Gabriel Tobol
710 Executive Center Drive, Suite 322
West Palm Beach Florida 33401

IN WITNESS WHEREOF, the undersigned subscriber has executed these
Articles of Incorporation this Sixth day of February, 1996

 (Seal)

STATE OF FLORIDA)
 SS
COUNTY OF PALM BEACH)

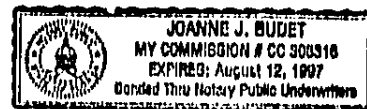
before me, a Notary Public authorized to take acknowledgements in the
State and County set forth above, personally appeared
Gabriel Tobol
known to me and known to be the person(s) who executed the foregoing
Articles of Incorporation, and who acknowledged before me that
he executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto affixed my hand and seal, in the
State and County aforesaid, this 8th Sixth day of February, 1996

(Notary Seal)



(Notary Public, State of Florida at Large)



My commission expires:

FL. JC # 7140280622150
GABRIEL TOBOL

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

The name of the Corporation is:

SAFEWAY TOWING & RECOVERY, INC.

In accordance with Florida Statutes Sections 48.091 the following is submitted:

The above corporation, desiring to organize under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation at

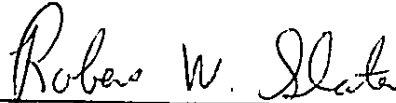
214 Brazilian Avenue Ste. 221
Palm Beach, FL 33480

has named **Robert W. Slater**

located at the above address, as its Registered Agent to accept service of process within this state.

ACKNOWLEDGEMENT

Having been named to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of Florida Law in keeping open said office, and further state I am familiar with and accept the obligations of my position as registered agent.



Registered Agent

FILED
95 FEB 12 PM 3:45
STATE
PALM BEACH, FLORIDA