P96000023964

Ingeborg H. Keene
2325 Mayapple Ct.
Middleburg, Fl. 32068

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. ______________________________ (Corporation Name) (Document #)

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	NEW FILINGS
	Profit
	NonProfit
	Limited Liability
	Domestication
	Other

	AMENDMENTS
	Amendment
	Resignation of R.A., Officer/ Director
	Change of Registered Agent
	Dissolution/Withdrawal
	Merger

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	OTHER FILINGS
	Annual Report
	Fictitious Name
	Name Reservation

	REGISTRATION/ QUALIFICATION
	Foreign
	Limited Partnership
	Reinstatement
	Trademark
	Other

AJS 3/18/96

Examiner's Initials	

CR2E031(1/95)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

Keene's Wrecker Service Inc.

The undersigned subscribers to these articles of incorporation, each a natural person competent to contract, hereby associate themselves together to form a corporation under the laws of the state of Florida.

ARTICLE I NAME

The name of this corporation is:

KEENE'S WRECKER SERVICE INC.

ARTICLE II NATURE OF BUSINESS

The general nature of the business to be transacted by this corporation is:

TOWING SERVICE

To manufacture, purchase, or otherwise acquire, and to own, mortgage, pledge, sell, assign, transfer or otherwise dispose of, and to invest in, trade in, deal in and with, goods, wares, merchandise, real and personal property, and services of every class, kind, and description, except that it is not to conduct a banking, safe deposit, trust, insurance, surety, express, railroad, canal, telegraph, telephone or cemetery company, a building and loan association, mutual fire insurance association, cooperative association, fraternal benefit society, state fair or exposition.

To conduct business in, have one or more offices in, and buy, hold, mortgage, sell, convey, lease, or otherwise dispose of real and personal property, including franchises, patents, copyrights, trademarks, and licenses, in the State of Florida and in all other states and countries.

To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness, and execute such mortgages, transfers of corporate property, or other instruments to secure the payment of corporate [illegible]

[illegible] corporate [illegible]

[illegible] or otherwise [illegible] dispose [illegible] any [illegible] any other [illegible] government [illegible] owner [illegible] power [illegible] state.

To become guarantor or surety [illegible] other [illegible] corporation [illegible]

To [illegible] organizations [illegible] otherwise [illegible] interest of the corporation.

To adopt such pension, profit sharing, stock option and deferred compensation plans for officers, employees and directors and to grant such stock options to officers, employees, directors and others as the board of directors may deem to be in the interest of the corporation.

To have and exercise all of the powers now or hereafter conferred upon corporations by the statutes and laws of the State of Florida.

All of the foregoing in this article shall be construed as both objects and powers. The enumeration of specific powers and purposes is not intended to restrict or limit in any way the powers or purposes of this corporation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time is:

100 SHARES , PAR VALUE PER SHARE ONE DOLLAR

ARTICLE IV. INITIAL CAPITAL

The amount of capital with which this corporation will begin business is:

FIVE HUNDRED DOLLARS

ARTICLE V. TERM

This corporation shall have perpetual existence.

ARTICLE VI. ADDRESS

The post office address of the principal office of this corporation in the State of Florida is:

2325 MAYAPPLE CT.
MIDDLEBURG , FL. 32068

The Board of Directors may from time to time move the office to any other place in Florida.

ARTICLE VII. DIRECTORS

This corporation shall have **THREE** directors [illegible] number [illegible]

[illegible]

INGEBORG KEENE
32 HARMONY HALL RD.
DOCTORS INLET, FL.

HENRY D. KEENE
32 HARMONY HALL RD.
DOCTORS INLET , FL.

ROBERT L. KEENE
4165 CEDAR RD?
MIDDLEBURG,FL.

ARTICLE IX. SUBSCRIBERS

The names and post office addresses of the subscribers of these articles of incorporation are:

INGEBORG KEENE
32 HARMONY HALL RD.
DOCTORS INLET , FL.

ARTICLE X. MISCELLANEOUS

This corporation shall have the right to amend or repeal any provision contained in these articles of incorporation and any right conferred upon the stockholders is subject to this provision.

Ownership of stock in this corporation shall not be required to make any person eligible to hold office or to become a director in this corporation.

The stockholders, or any two or more of them, may by agreement recorded in the minute book of this corporation impose such restrictions on the sale, transfer or encumbrance of the stock in this corporation owned by the subscribers to such agreement as they may see fit. The by-laws of this corporation may impose any restrictions on the sale, transfer or encumbrance of the stock of this corporation as may be lawful under the statutes and laws of the State of Florida when such by-law is adopted or amended.

Any subscriber or stockholder present at any meeting, either in person or by proxy, and any director present in person at any meeting of the Board of Directors shall be conclusively deemed to have received proper notice of such meeting unless he shall make objection at such meeting to any defect or insufficiency of notice.

Any contract or other transaction between the corporation and one or more of its directors, or between the corporation and any firm of which one or more of its directors are members or employees, or in which they are interested, or between the corporation and any corporation or association of which one or more of its directors are shareholders, members, directors, officers, or employees, or in which they are interested, shall be valid for all purposes, notwithstanding the presence of such director or directors at the meeting of the Board of Directors of the corporation, which acts upon, or in reference to, such contract or transaction, and notwithstanding his or their participation in such action, if the fact of such interest shall be disclosed or known to the Board of Directors and the Board of Directors [illegible] not [illegible] necessary [illegible] with a vote. These provisions shall not be construed [illegible] otherwise be valid under the [illegible] thereto.

[illegible] duly authorized to make provision [illegible] reasonable compensation [illegible] members [illegible] for their services [illegible] which [illegible] may [illegible] compensation [illegible]

BONNIE A. ROSS accept appointment [illegible] agent [illegible] this corporation. My address is **8131 ATLANTIC BLVD.** Jacksonville, Florida **32211**

Bonnie A. Ross

[illegible]

[illegible] the [illegible] any director, [illegible], or employee, [illegible] former [illegible] officer or employee of this corporation, [illegible] any person [illegible] have served at its request as a director, officer [illegible] employee [illegible] another corporation [illegible] which it owns shares of capital stock [illegible] of which it [illegible] creditor, against expenses actually and necessarily incurred by [illegible] action with the defense of any action, [illegible] or proceeding [illegible] made a party by reason of [illegible] having been [illegible] director, officer, or employee, except in relation [illegible] matters as to which he shall be adjudged [illegible] action, [illegible] liable for negligence or misconduct in the performance of duty. This corporation may also reimburse to any director, officer, or employee the reasonable costs of settlement of any such action, suit [illegible] proceeding, if it shall be found by a majority of a committee composed of the directors of this corporation not involved in the matter of controversy (whether or not a quorum) that it was to the interests of this corporation that such settlement be made and that such director, officer, or employee was not guilty of negligence or misconduct. [illegible] indemnification or reimbursement shall not preclude such director, officer, or employee from exercising any rights to which he may be entitled under the by-laws or otherwise.

ARTICLE [illegible] AMENDMENT

[illegible] articles of incorporation may be amended in the manner provided by law. Every amendment shall be approved by the board of directors, proposed by them to the stockholders, and approved at a stockholders meeting by **TWO THIRDS** [illegible] the stock entitled to vote thereon, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these articles of incorporation be made.

IN WITNESS WHEREOF, the undersigned incorporator, being a natural person competent to contract, has hereunto set his hand and affixed his seal this ______ day of ______ 19__.

Ingeborg Keene ________ (SEAL)
FDL# K-570-411-41-553
EXP 2/13/99

STATE OF FLORIDA)
)SS
COUNTY OF ~~DUVAL~~ CLAY)

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared

INGEBORG KEENE

[illegible]

[illegible] 12th [illegible] March 96

Fe' G. W[illegible]

FE' J. WILLIAMS
MY COMMISSION # CC382862 EXPIRES
June 14, 1998
BONDED THRU TROY FAIN INSURANCE, INC.

FILED
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[illegible] STATE
TALLAHASSEE, FLORIDA