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Law Office of
CHRIS MANCINO

FILED
P.O. Box 167
PENSACOLA, FL 32501
TALLAHASSEE, FLORIDA
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August 29, 1996

Secretary of State
New Filing Section
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

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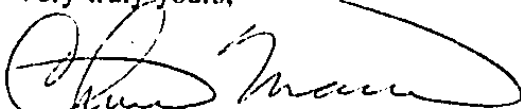
RE: Tower Auto Transport, Inc.

Dear Sir:

Enclosed herewith please find an original and one copy of Articles of Incorporation in connection with the above. Also enclosed please find my check, payable to your order, in the amount of \$122.50. Please file the Articles of Incorporation and furnish me with a certified copy of the Articles.

Thank you for your cooperation.

Very truly yours,


CHRIS MANCINO

CM/jm
Enclosures

OK 9/5/96

ARTICLES OF INCORPORATION
OF
TOWER AUTO TRANSPORT, INC.

FILED
RECORDED IN 1117
TALLAHASSEE, FLORIDA

I, the undersigned, my successors and assigns do hereby jointly and severally associate ourselves and our successors together as a corporation for profit under the laws of the State of Florida, and do hereby subscribe, acknowledge and file in the Office of the Secretary of State of the State of Florida, the following Articles of Incorporation.

ARTICLE I

The corporate name shall be Tower Auto Transport, Inc.

ARTICLE II

The corporation may engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE III

1. The number of shares of authorized capital stock in this corporation shall be 500 shares of common stock with ONE DOLLAR (\$1.00) par value per share.

2. The capital stock may be paid for in property, labor, services or cash, at a just valuation to be fixed by the stockholders. All of such stock shall be fully paid and non-assessable.

ARTICLE IV

The amount of capital stock with which this corporation will begin business shall not be less than \$500.00.

ARTICLE V

The term for which this corporation shall exist shall be perpetual.

ARTICLE VI

The principal office of the corporation shall be at 301 East Las Olas Boulevard, Fort Lauderdale, Florida. This corporation may have such other places of business in the State of Florida as the nature and progress of the business of the corporation shall from time to time render necessary and/or desirable. The board of directors may from time to time move the principal office to any other address or place in Florida.

ARTICLE VII

This corporation shall have one director initially. The number of directors may be either increased or decreased from time to time according to the by-laws of this corporation, but shall never be less than one (1). The names and addresses of the initial directors of this corporation are as follows:

<u>NAME</u>	<u>ADDRESS</u>
CHRIS MANCINO	301 East Las Olas Boulevard Fort Lauderdale, FL 33301

ARTICLE VIII

The shareholders of this corporation shall be entitled to remove any director from office during his term, except upon a showing of cause for removal.

ARTICLE IX

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE X

The holders of common shares shall have preemptive rights to purchase any shares of the corporation hereafter issued or any securities exchangeable for or convertible into such shares or any warrants or instruments evidencing rights or options to subscribe for, purchase or otherwise acquire such shares in proportion to their then present holdings of common stock prior to said shares of such other instrument(s) being offered to any other person or entity. Any shares offered to shareholders under their preemptive rights and not purchased may then be sold by the corporation in any other manner permitted by law.

ARTICLE XI

The names and addresses of the initial subscriber hereto, who is to conduct the business of the corporation until those elected at the organizational meeting is:

NAME

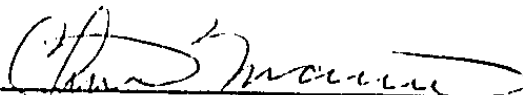
ADDRESS

CHRIS MANCINO

301 East Las Olas Boulevard
Fort Lauderdale, FL 33301

ARTICLE XII

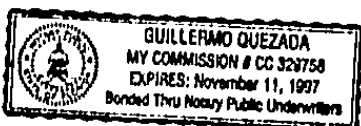
The initial registered office shall be at 301 East Las Olas Boulevard, Fort Lauderdale, FL 33301, and the initial registered agent at the same address shall be: CHRIS MANCINO.


CHRIS MANCINO, Initial Subscriber

STATE OF FLORIDA
COUNTY OF BROWARD

BEFORE ME, the undersigned authority, this day personally appeared CHRIS MANCINO, to me well known and known to me to be the person who executed the foregoing Articles of Incorporation, and she has acknowledged to and before me that she has executed the same for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto subscribed my name and affixed my seal at Fort Lauderdale, Broward County, this 29th day of August, 1996.





Notary Public, State of Florida

My Commission Expires: 11/11/97

ACCEPTANCE BY REGISTERED AGENT

I, CHRIS MANCINO, having been named to accept service of process for the above stated corporation, at a place designated in this Certificate, I hereby accept said designation as Registered Agent, and agree to comply with the provisions of law relative to keeping said office open.


Registered Agent

SEP 10 1996
FBI - MIAMI
RECEIVED