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May 1, 1998

Attorneys' Title Insurance Fund, Inc.
Leon Branch
600 E. Jefferson Street, Suite 200
Tallahassee, Florida 32301

BY FEDERAL EXPRESS
No.: 1069165322

Re: TOM'S TOWING & TRANSPORT, INC.

Dear Ladies and Gentlemen:

Enclosed are the following:

1. Articles of Incorporation;
2. Letter to Secretary of State;
3. Check in the amount of \$122.50 payable to Secretary of State; and
4. Check in the amount of \$15.00 payable to The Fund.

Please file the articles as soon as possible and return them to me through your
Gainesville office.

Thank you for your kind consideration.

Sincerely,


(Richard M. "Rick" Knellinger)

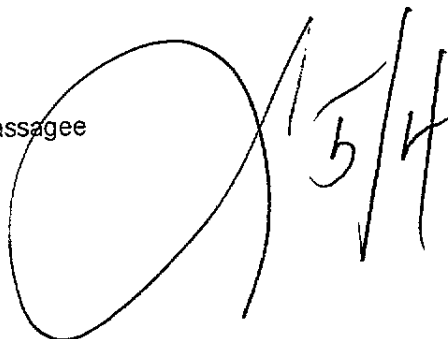
RMK/sj

Enclosures 4

cc: Thomas K. Massagee

FILED
98 MAY -4 PM 3:21
98 MAY -4 PM 2:07
RECEIVED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
DIVISION OF CORPORATIONS

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-05/04/98-01077-005
****122.50 ****122.50



**ARTICLES OF INCORPORATION
OF
TOM'S TOWING AND TRANSPORT, INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purposes of forming a corporation under the Florida General Corporation Act, does hereby adopt the following articles of incorporation:

ARTICLE I

The name of the Corporation is TOM'S TOWING AND TRANSPORT, INC..

ARTICLE II

The duration of the corporation is perpetual.

ARTICLE III

The general purposes for which the corporation is organized is to transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE IV

The aggregate number of shares which the corporation is authorized to issue is seven thousand five hundred (7,500). Such shares shall be of a single class, and shall have a par value of one dollar (\$1.00) per share.

ARTICLE V

The street address of the initial registered office of the corporation is: 20804 S.W. 95th Avenue, Archer, Florida 32618, and the name of its initial registered agent at such address is: THOMAS K. MASSAGEE.

ARTICLE VI

The number of directors constituting the initial board of directors of the corporation is one (1).

The name and address of the person who is to serve as the sole member of the initial board of directors is: THOMAS K. MASSAGEE.

ARTICLE VII

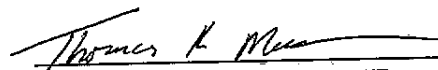
The name and address of the incorporator is:

THOMAS K. MASSAGEE
20804 S.W. 95th Avenue
Archer, Florida 32618

The address of the principal place of business is:


20804 S.W. 95th Avenue
Archer, Florida 32618

Executed by the undersigned at Gainesville, Florida this 1st day of May, 1998.


THOMAS K. MASSAGEE

ACCEPTANCE AS REGISTERED AGENT

I, THOMAS K. MASSAGEE, the undersigned, do hereby accept designation as Registered Agent for the above-named corporation.


THOMAS K. MASSAGEE

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98 MAY -4 PM 3:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA