

P 98 0000 48978

Memo To: Division of Corporations

From: Hugo Perez

600002540456--1

Subject: Denny's Towing, Inc. \*\*\*\*\*70.00 \*\*\*\*\*70.00

EFFECTIVE DATE  
5-25-98

Thank you for your assistance in  
this matter. If you have any  
questions, please call me at 813-796-2208

Hugo Perez

FILED  
98 MAY 29 AM 8:12  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

F. GESSER JUN 2 1998

ARTICLES OF INCORPORATION  
OF  
DENNY'S TOWING ,INC.

THE UNDERSIGNED, being over the age of eighteen years, in order to form a corporation pursuant to the provisions of the Corporate Code, hereby certifies as follows:

**EFFECTIVE DATE**  
5-25-98 **FIRST**  
**IDENTIFICATION**

The name of the corporation, hereinafter referred to as the "Corporation," is Denny's Towing ,Inc.

**SECOND**  
**PERIOD OF EXISTENCE**

The period during which the corporation shall continue is perpetual.

**THIRD**  
**REGISTERED OFFICE AND REGISTERED AGENT**

The address of the principal office of the Corporation and Registered Agent is 2585 Haas Ave Clearwater ,FL 33763. The initial registered agent therein and in charge thereof, upon whom process against the Corporation may be served, is Hugo A. Perez who has read and aware of the duties and responsibilities of a registered agent and accepts the same.

**FOURTH**  
**PURPOSE**

The purpose of thr Corporation is to engage in any or all lawful business for which corporations may be organized under the provisions of the General Corporation Law of Florida.

**FIFTH**  
**SHARES**

The total authorized capital stock of the Corporation is 10,000 shares having a Par Value of None. All or any part of said shares may be issued by the Corporation from time to time and for such consideration as may be determined upon or fixed by the Board of Directors, as provided by law.

**SIXTH**  
**INCORPORATOR'S ADDRESS**

The name and post office address of the Incorporator of the Corporation is as follows:

Hugo A Perez  
2582 Haas Ave.  
Clearwater, FL 33763

**SEVENTH**  
**DIRECTORS**

The power of the incorporator is to terminate upon the filing of this Certificate of Incorporation and the name(s) and mailing addresses of persons who are to serve as director(s) until the first meeting of stockholders or until their successors are elected and qualify are as follows: Hugo A Perez , 2582 Haas Ave, Clearwater ,FL 33763

**EIGHTH**  
**GENERAL**

Pre emptive rights are denied.

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NINETH  
INDEMNITY

Directors of the corporation shall not be liable to either the corporation or its stockholders for monetary damages for a breach of fiduciary duties unless the breach is one which invokes: (1) a director's duty of loyalty to the corporation or its stockholders; (2) acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law; (3) liability for unlawful payments of dividends or unlawful stock purchases or redemption by the corporation; or (4) a transaction from which the director derived an improper personal benefit.

TENTH  
INDEMNITY

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my positions as registered agent

  
\_\_\_\_\_  
Signature/Registered Agent

5/26/98  
\_\_\_\_\_  
Date

The effective date of this Certificate of Incorporation shall be May 25, 1998.

IN WITNESS WHEREOF, the undersigned Incorporator has caused this Certificate of Incorporation to be executed as of May 25, 1998.

  
\_\_\_\_\_  
Signature/Incorporator

5/26/98  
\_\_\_\_\_  
Date

(Hugo A Perez)

FILED  
98 MAY 29 AM 8:12  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA