

SEP-29-98 TUE 11:12 AM

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11:57 AM PUBLIC ACCESS SYSTEM ELECTRONIC FILING COVER SHEET

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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: FILINGS, INC.

CONTACT: TERESA ROMAN PHONE: (850)385-6735

ACCT#: 072720000101

FAX #:

NAME: VIERGE TOWING, INC. AUDIT NUMBER.....H98000018041 DOC  
TYPE.....FLORIDA PROFIT CORPORATION OR P.A. CERT. OF STATUS..0  
PAGES..... 6 CERT. COPIES.....0  
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AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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AM

ARTICLES OF INCORPORATION  
OF  
VIERGE TOWING, INC.

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TALLAHASSEE, FLORIDA

I.

The name of this corporation is VIERGE TOWING, INC..

II.

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

III.

The general nature of the business or businesses to be transacted by said corporation shall be as follows:

To engage in business activities pertaining to towing, storage, servicing, and custody of motor vehicles, and related endeavors.

In addition, that of engaging in any activity or business permitted under the laws of the United States of America, its territories, districts, and possessions, and any activity or business permitted under the laws of the State of Florida, and to have, exercise, and enjoy the powers and privileges granted to corporations for profit by Chapter 607, Florida Statutes, as amended.

To do all and everything necessary, suitable, and proper for the accomplishment of any of the purposes, of the attainment of any of the objects, or for the furtherance of the powers herein set forth, either alone or in association with other corporations, firms, or individuals, and to do every other act or acts, thing or things, incidental or appurtenant to or growing out of or connected

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(305) 947-3000  
F.B. No. 501344

with the aforesaid business or powers, or any part thereof; provided, that the same be not inconsistent with the laws under which this corporation is organized.

IV.

The Corporation is authorized to issue one hundred (100) shares at no par value stock, which shares shall be designated "Common Stock."

V.

Officers/Directors shall be qualified for admission, and shall be admitted as members, in accordance with the by-laws of this corporation; a majority vote of the membership shall be required for the election of new Officers/Directors or for the removal of current Directors.

VI.

Unless otherwise provided for in the Articles of Incorporation, each holder of capital stock in this corporation shall be entitled at each shareholder's meeting to one vote for every share of stock standing in his name on the books of the corporation; but transferees of shares that are transferred on the books of the corporation within ten (10) days next preceding the date set for a meeting shall not be entitled to notice of or vote at the meeting.

VII.

Every shareholder, upon 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

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(as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

## VIII.

The street address of the initial registered office of this corporation is: 140 N. E. 160 Street, Miami, Florida 33162, and the initial registered agent at that address is: Jacques Jeannot.

## IX.

This corporation shall have as directors initially those persons designated in this Article below. The number of directors, and the manner of their election, will be provided for, by the By-Laws. The names and addresses of the initial directors of this corporation are:

<u>NAME</u>	<u>ADDRESS</u>
Jacques Jeannot	140 N. E. 160 Street Miami, Florida 33162
Marie Marthe Danthier	4530 N. W. 5th Avenue Fort Lauderdale, FL 33309
Marie Q. Jeannot	140 N. E. 160 Street Miami, Florida 33162

## X.

The names and addresses of the initial officers of this for profit corporation shall be decided upon in accordance with the organization's by-laws. The terms of office and provisions for election and removal of officers shall be set forth by said by-laws.

The name and address of the person signing these Articles is: Jacques Jeannot, 140 N. E. 160 Street, Miami, Florida 33162.

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XI.

If, at any time, any of the stockholders desire to sell their stock, said stockholder or stockholders shall first offer it, in writing, to the Board of Directors, stating prices and terms and give the Board of Directors thirty (30) days in which to place it with the stockholders. At the expiration of thirty (30) days, if no stockholder has purchased and settled for same, said stockholder or stockholders shall have the right to sell to whomever will purchase for the same sum and prices for which it was offered to the Board of Directors.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 29th day of September, 1998.

  
JACQUES JEANNOT

STATE OF FLORIDA )  
 ) ss:  
COUNTY OF DADE )

BEFORE ME, a notary public authorized to take acknowledgments in this state and county set forth above, personally appeared: Jacques Jeannot, known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed these Articles of Incorporation.

The foregoing instrument was acknowledged before me this 29th day of September, 1998, by Jacques Jeannot, who

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produced State of Florida Driver License identification, and who did  
take an oath.

Janine Toh  
NOTARY PUBLIC - STATE OF  
FLORIDA  
JANINE TOH  
Printed name of notary

My Commission Expires:



JANINE TOH  
COMMISSION # CC 672726  
EXPIRES SEP 14, 2001  
ATLANTIC RONDINO CO., INC.

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

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

FIRST - THAT VIERGE TOWING, INC., DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA WITH ITS PRINCIPAL PLACE OF BUSINESS AT: 140 N. E. 160 Street, Miami, Florida 33162, HAS NAMED: JACQUES JEANNOT AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

  
JACQUES JEANNOT

09-29-98  
DATE

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE-  
STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I  
HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY  
WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND  
COMPLETE PERFORMANCE OF DUTIES.

  
JACQUES JEANNOT

09-29-98  
DATE

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