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FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: ACE INDUSTRIES, INC.
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NAME: FT. LAUDERDALE TOWING AND SALVAGE, INC.

AUDIT NUMBER.....H98000018449

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0 PAGES..... 4

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ARTICLES OF INCORPORATION

OF

FT. LAUDERDALE TOWING AND SALVAGE, INC.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract hereby forms a corporation under the laws of the State of Florida.

ARTICLE I.

NAME.

The name of this corporation is

FT. LAUDERDALE TOWING AND SALVAGE, INC.

The principal place of business of this corporation shall be 200 N. Federal Highway, Ft. Lauderdale, Florida 33301.

ARTICLE II.

NATURE OF BUSINESS.

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

ARTICLE III.

CAPITAL STOCK.

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is ONE HUNDRED (100) -- shares of common stock having a One Dollar (\$1.00) par value.

Every original incorporating stockholder upon the sale for cash, property or services or new shares or shares authorized but unissued, shall have the right to purchase his pro-rata share thereof at the price at which it is offered to others, which price, in case of par value shares may be in excess of par.

The transfer of shares may be restricted as provided for in the By-Laws as adopted by stockholders or by other agreement between the parties thereto.

Prepared by: Joel G. Galpern, 1035 N.E. 125th STREET, SUITE 320, N. Miami, FL 33161
(305) 893-8610

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ARTICLE IV.

TIME OF EXISTENCE.

This Corporation is to exist perpetually and shall commence after the filing of these Articles with the Secretary of State.

ARTICLE V.

INITIAL REGISTERED OFFICE
AND AGENT.

The Street Address of the Initial Registered office of this corporation is 200 N. Federal Highway, Ft. Lauderdale, Fl 33301 the name of the Initial Registered Agent of this corporation at that address is ARYE ROTSHYTN.

ARTICLE VI.

INITIAL BOARD OF DIRECTORS.

This corporation shall have (2) directors initially. The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than one. The names and addresses of the initial directors of this corporation are:

ARYE ROTSHYTN
200 N. FEDERAL HWY.
FT. LAUDERDALE, FL 33301

AVI HAKMON
200 N. FEDERAL HWY.
FT. LAUDERDALE, FL 33301

ARTICLE VII.

INCORPORATOR.

The name and address of the person signing these articles is:

ARYE ROTSHYTN
200 N. FEDERAL HWY.
FT. LAUDERDALE, FLORIDA 33301

ARTICLE VIII.

BYLAWS.

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors and the shareholders.

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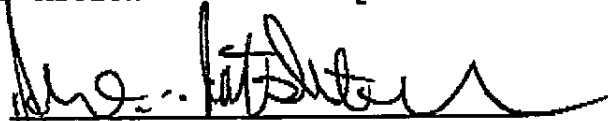
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ARTICLES IX.

AMENDMENTS.

These 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, unless all the Directors and all the stockholders sign a written statement manifesting their intention that certain amendments of these Articles of Incorporation be made.


ARYE ROTSHYTN

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

FT. LAUDERDALE TOWING AND SALVAGE, INC.

In pursuant of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First-That FT. LAUDERDALE TOWING AND SALVAGE, INC., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation in the City of Ft. Lauderdale, Broward County, Florida has named

located at ARYE ROTSHTYN 200 N. FEDERAL HIGHWAY

(Street address and number of building, Post Office Box address not acceptable)

City of Ft. Lauderdale, Broward County, and State of Florida its agent to accept service of process within this state.

ACKNOWLEDGMENT: (Must be signed by designated agent)

Having been named to accept service of process for the above stated corporation, at place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

By: [Signature] (Registered Agent) ARYE ROTSHTYN

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