

Pg 80000 88263  
(SAMPLE LETTER OF TRANSMITTAL)

DATE 10 - 10 - 1998

Florida Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

200002664182--7  
-10/15/98--01014--010  
\*\*\*\*122.50 \*\*\*\*\*78.75

Re: BELKAR TOWING, Inc.  
(Name of Corporation)

Gentlemen:

Enclosed please find the original and one copy of the Articles of Incorporation, together with my check in the amount of \$122.50.

This represents the cost of the Filing Fees, Certified Copy of Articles of Incorporation and Fee for Registered Agent Designation for the above named corporation.

Very truly yours.

HENRIQUE HOFFMAN  
(Individual's Name)

BELKAR TOWING INC.  
(Name of Corporation)

| MAILING ADDRESS OF CORPORATION |          |      |
|--------------------------------|----------|------|
| 2810 NE 7 AVENUE               |          |      |
| PENSACOLA BEACH, FL 32564      |          |      |
| PHONE                          |          |      |
| (954)                          | 785 3116 | —    |
| Area Code                      | Number   | Ext. |

ARTICLES OF INCORPORATION

of

BEL KAR TOWING INC.

(name of corporation)

The undersigned acting as the incorporators of a corporation under the Florida Business Corporation Act, adopt(s) the following articles of incorporation for such corporation:

ARTICLE I - CORPORATE NAME

The name of the corporation is:

BEL KAR TOWING INC.

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue 1000 shares of common stock, par value \$ 1.00 per share.

ARTICLE V - INITIAL PRINCIPAL OFFICE

The street address of the initial principal office and, if different, the mailing address is:

|                               |         |                  |
|-------------------------------|---------|------------------|
| STREET ADDRESS                |         |                  |
| <u>2810 NE 7 AVENUE</u>       |         |                  |
| CITY <u>POMPANO BEACH</u>     | FLORIDA | ZIP <u>33064</u> |
| Mailing address, if different |         |                  |
| STREET ADDRESS <u>SAME</u>    |         |                  |
|                               |         |                  |
| CITY                          | FLORIDA | ZIP              |

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office and the name of the initial registered agent at the office is:

|                                 |         |                  |
|---------------------------------|---------|------------------|
| NAME <u>JOHN CLAYTOR</u>        |         |                  |
| ADDRESS <u>2810 NE 7 AVENUE</u> |         |                  |
| CITY <u>POMPANO BEACH</u>       | FLORIDA | ZIP <u>33064</u> |

# ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have TWO (2) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:

|         |                   |       |                   |
|---------|-------------------|-------|-------------------|
| NAME    | HENRIQUE HOFFMAN  |       |                   |
| ADDRESS | 2080 NE 54 STREET |       |                   |
| CITY    | POMPANO BEACH     | STATE | FLORIDA ZIP 33064 |
| NAME    | ADILSON MOTTA     |       |                   |
| ADDRESS | 2810 NE 7 AVENUE  |       |                   |
| CITY    | POMPANO BEACH     | STATE | FLORIDA ZIP 33064 |
| NAME    |                   |       |                   |
| ADDRESS |                   |       |                   |
| CITY    |                   | STATE | ZIP               |

# ARTICLE VIII - INCORPORATORS

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

|         |                   |       |                   |
|---------|-------------------|-------|-------------------|
| NAME    | HENRIQUE HOFFMAN  |       |                   |
| ADDRESS | 2080 NE 54 STREET |       |                   |
| CITY    | POMPANO BEACH     | STATE | FLORIDA ZIP 33064 |
| NAME    | ADILSON MOTTA     |       |                   |
| ADDRESS | 2810 NE 7 AVENUE  |       |                   |
| CITY    | POMPANO BEACH     | STATE | FLORIDA ZIP 33064 |
| NAME    |                   |       |                   |
| ADDRESS |                   |       |                   |
| CITY    |                   | STATE | ZIP               |

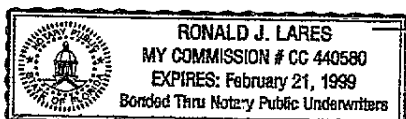
The undersigned incorporator(s) have executed these Articles of Incorporation this 5th day of October, 1998.

*Subscribed before me this 5th day of October 1998*  
*[Signature]*

*[Signature]* (Signature)  
 JUDGE # 153-320-57-284

*[Signature]* (Signature)  
 JUDGE # 300-000-50-1610

(Signature)



CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/ REGISTERED OFFICE

FILED  
98 OCT 15 PM 1:46  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

BELKAR TOWING INC.  
(name of corporation)

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:

The above corporation, organized under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation

at 2810 NE 7 AVENUE  
POMPANO BEACH, FLORIDA 33064

has named JOHN CLAYTOR

located at the aforesaid address, as its registered agent to accept service of process within this state.

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 position as registered agent.

John Claytor  
(Signature)

SEPTEMBER 30, 1998  
(Date)