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Florida Department of State
Division of Corporations
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FLORIDA PROFIT CORPORATION OR P.A.

FRITZ THE CAT TOWING SERVICE, INC.

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ARTICLES OF INCORPORATION
OF
FRITZ THE CAT TOWING SERVICE, INC.

ARTICLE I - NAME

The name of this coporation is FRITZ THE CAT TOWING SERVICE, INC.

ARTICLE II - DURATION

This corporation shall have perpetual existence.

ARTICLE III - PURPOSE

The general nature of the business to be transacted by this corporation shall be any and all activities permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 100 shares of common stock with a par value of one dollar.

ARTICLE V - VOTING RIGHTS

Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding Common Shares.

ARTICLE VI - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

Prepared by:
Fritzner Simeon
727 N.W. 8th Ave.
Ft. Lauderdale, Fl. 33311

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ARTICLE VII - PRINCIPAL OFFICE AND INITIAL
REGISTERED OFFICE AND AGENT

The street address of the principal office and initial registered office of this corporation is 727 NW 8th Avenue, Ft. Lauderdale, Florida 33311 and the name of the initial registered agent of this corporation, at that address is Fritzner Simeon who by his signature affixed below accepts this office.

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

This corporation shall have one director initially. The number of director(s) may be either increased or diminished from time to time by the bylaws. The name and address of the initial director of this corporation are:

NAME	ADDRESS
Fritzner Simeon	727 NW 8th Avenue Ft. Lauderdale Florida 33311

ARTICLE IX - INCORPORATOR

The name(s) and address(es) of the person(s) signing these articles is:

NAME	ADDRESS
Fritzner Simeon	727 NW 8th Avenue Ft. Lauderdale, FL 33311

ARTICLE X - BYLAWS

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

ARTICLE XI - RESTRICTIONS ON TRANSFER OF STOCK

Shares of capital stock of this corporation shall be issued

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initially to the following person(s) in the amount set opposite his name(s):

NAME	NUMBER OF SHARES
Fritzner Simeon	100

Shares held by the initial shareholders listed above may not be resold or otherwise transferred to other persons unless such shares are first offered to the remaining shareholders or to this corporation. The price and terms at which, and the time within which, such shares may be offered and sold shall be further specified by written agreement among all of the shareholders and this corporation.

ARTICLE XII - INITIAL CAPITAL

The amount of capital with which this corporation shall begin business is not less than five hundred dollars.

ARTICLE XIII-MANAGEMENT OF CORPORATION BY SHAREHOLDERS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of this corporation shall be managed under the direction of, the shareholders of this corporation.

ARTICLE XIV - POWERS

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.

ARTICLE XV - DIRECTORS, RESIDENCY AND COMPENSATION

Directors of this corporation need not be residents of the State of Florida. The shareholders of this corporation shall have

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the exclusive authority to fix the compensation of directors of this corporation.

ARTICLE XVI - REMOVAL OF DIRECTORS

The shareholders of this corporation shall not be entitled to remove any director from office during his term.

ARTICLE XVII - LIMITATION ON POWERS OF COMMITTEES

In addition to other limitation, imposed by law, no committee of directors of this corporation shall have or exercise the power of the Board of Directors to authorize any merger or dissolution.

ARTICLE XVIII - DIRECTOR QUORUM AND VOTING

All of the directors shall constitute a quorum for a meeting of directors. If a quorum is present, the affirmative vote all of the directors present, or, if a director or directors have abstained from voting, shall be the act of the Board of Directors.

ARTICLE XIX - MEETINGS BY CONFERENCE TELEPHONE

Members of the Board of Directors may participate in special meetings of the Board of Directors by means of conference telephone as provided by law, but regular meetings of the Board of Directors must be attended in fact in person by each director.

ARTICLE XX - REDUCTION IN STATED CAPITAL

The stated capital of this corporation shall not be reduced by action of the Board of Directors where such reduction is not accompanied by any action requiring or constituting an amendment of the Articles of Incorporation.

ARTICLE XXI - INDEMNIFICATION

This corporation shall indemnify any officer or director, or

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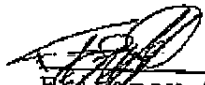
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any former officer or director to the full extent permitted by law.

ARTICLE XXII - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator(s) has/have executed these Articles of Incorporation on the 7th day of December, 1999,


Fritzner Simeon
INCORPORATOR

I accept the appointment as registered agent.

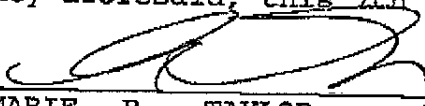

Fritzner Simeon
REGISTERED AGENT

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STATE OF FLORIDA)
) SS
COUNTY OF BROWARD)

BEFORE ME, a Notary Public, authorized to take acknowledgments in the state and county set forth above, personally appeared FRITZNER SIMEON known to me and known by me to be the person(s) who executed the foregoing Articles of Incorporation and he acknowledged before me that he executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the state and county aforesaid, this 7th day of December, 1999.


MARIE R. TAYLOR, NOTARY
PUBLIC, STATE OF FLORIDA AT
LARGE COMMISSION NO.:

MY COMMISSION EXPIRES:

0/27/2001

