

Division of Corporations

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To: Division of Corporations
Fax Number : (850) 205-0383

From: Account Name : PROSKAUER ROSE LLP
Account Number : 074673001063
Phone : (561) 995-4751
Fax Number : (561) 241-7145

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FLORIDA LIMITED PARTNERSHIP

Fleet Wheels, Ltd.

AL Thank you.

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Ken Detzner
Secretary of State

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TALLAHASSEE, FL

January 17, 2003

PROSKAUER ROSE LLP

SUBJECT: FLEET WHEELS, LTD.
REF: W03000001625

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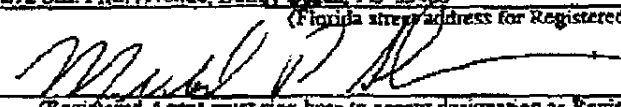
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DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE OF LIMITED PARTNERSHIP

- 1. FLEET WHEELS, LTD.
(Name of Limited Partnership; must contain a suffix such as "Limited", "Ltd.", or "Limited Partnership")
- 2. 272 S.E. Fifth Avenue, Delray Beach, FL 33483
(Business address of Limited Partnership)
- 3. Michael P. Steinson
(Name of Registered Agent for Service of Process)
- 4. 272 S.E. Fifth Avenue, Delray Beach, FL 33483
(Florida street address for Registered Agent)
- 5. 
(Registered Agent must sign here to accept designation as Registered Agent for Service of Process)
- 6. 272 S.E. Fifth Avenue, Delray Beach, FL 33483
(Mailing Address of the Limited Partnership)

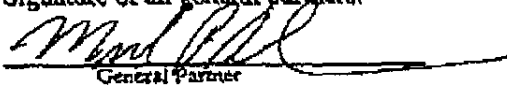
7. The latest date upon which the Limited Partnership is to be dissolved is: 1/17/2003
 8. Name(s) of general partner(s): _____ Street address: _____

<u>Michael P. Steinson</u>	<u>272 S.E. Fifth Avenue</u>
_____	<u>Delray Beach, FL 33483</u>
_____	_____

Under penalties of perjury I (we) declare that I (we) have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.

Signed this 17th day of January, 2003.

Signature of all general partners:

 General Partner	_____ General Partner
_____ General Partner	_____ General Partner
_____ General Partner	_____ General Partner

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**AFFIDAVIT OF CAPITAL CONTRIBUTIONS
FOR FLORIDA LIMITED PARTNERSHIP**

The undersigned constituting all of the general partners of Fleet Wheels, Ltd.

a Florida Limited Partnership, certify:

The amount of capital contributions to date of the limited partners is \$ 100.00

The total amount contributed and anticipated to be contributed by the limited partners at this time
totals \$ 100.00

Signed this 17th day of January, 2003

FURTHER AFFIANT SAYETH NOT.

*Under the penalties of perjury I (we) declare that I (we) have read the foregoing and know the
contents thereof and that the facts stated herein are true and correct.*



General Partner

General Partner

General Partner

General Partner

General Partner

General Partner

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** TOTAL PAGE.05 **

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Fleet Wheels, LLC
272 S.E. Fifth Avenue
Delray Beach, FL 33483

January 17, 2003

Office of the Secretary of State
Corporate Division
P.O. Box 6327
Tallahassee, FL 32314


Re: Fleet Wheels, Ltd.

Dear Sir/Madam:

The undersigned company has been formed in Florida under the name Fleet Wheels, LLC. We are aware of the fact that a new Florida limited partnership may be formed under the name Fleet Wheels, Ltd.

The undersigned company has no objection to such name being used.

Fleet Wheels, LLC,
a Florida limited liability company

By: 
Michael P. Sheinson,
Title: _____

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