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J. Stivers JR 06 2011

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: TBC International, Inc.
Name of corporation - must include suffix

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida," "Certificate of Existence," or "Certificate of Good Standing" and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Nancy Alvarez del Real
Name of Person

TBC Corporation
Firm/Company

4300 TBC Way
Address

Palm Beach Gardens Florida
City/State and Zip code

nreal@tbccorp.com
E-mail address: (to be used for future annual report notification)

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For further information concerning this matter, please call:

Nancy Alvarez del Real at (561) 383-3014
Name of Person Area Code & Daytime Telephone Number

STREET/COURIER ADDRESS:

New Filing Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

MAILING ADDRESS:

New Filing Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Enclosed is a check for the following amount:

- \$70.00 Filing Fee
- \$78.75 Filing Fee & Certificate of Status
- \$78.75 Filing Fee & Certified Copy
- \$87.50 Filing Fee, Certificate of Status & Certified Copy

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

1. TBC International Inc.
(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION," "Inc.," "Co.," "Corp.," "In.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. Delaware 3. 62-1327241
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. August 24, 1987 5. perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6.
(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 4300 TBC Way, Palm Beach Gardens, Florida 33410
(Principal office address)

4300 TBC Way, Palm Beach Gardens, Florida 33410
(Current mailing address)

8. Sale and distribution of tires
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)
Name: Corporation Service Company
Office Address: 1201 Hays Street
Tallahassee, Florida 32301-2525
(City) (Zip code)

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10. Registered agent's acceptance:
Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

[Handwritten Signature]
(Registered agent's signature)
Karen M. Dyer, Asst. Secretary

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: Lawrence C. Day, Chairman of TBC Corporation Board

Address: 4300 TBC Way, Palm Beach Gardens, Florida 33410

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: Erik R. Olsen - President & Chief Executive Officer

Address: 4300 TBC Way, Palm Beach Gardens, Florida 33410

Vice President: Leonard Friedman - Vice President - International Sales

Address: _____

Secretary: Terry L. Trantina - Senior VP, General Counsel & Secretary

Address: 4300 TBC Way, Palm Beach Gardens, Florida 33410

Treasurer: Timothy J. Miller - Executive VP, CEO and Treasurer

Address: 4300 TBC Way, Palm Beach Gardens, Florida 33410

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. *T L Trantina*

Signature of Director or Officer

The officer or director signing this document (and who is listed in number 12 above) affirms that the facts stated herein are true and that he or she is aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

14. Terry L. Trantina, Senior Vice President & Secretary

(Typed or printed name and capacity of person signing application)

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TBC International, Inc.
4300 TBC Way
Palm Beach Gardens, FL 33410

Additional Officers:

Kyle Benko – Senior Vice President & Controller
Charles J. Zacharias – Senior Vice President – Real Estate & Logistics

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TALLAHASSEE, FLORIDA

Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "TBC INTERNATIONAL INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-SEVENTH DAY OF JUNE, A.D. 2011.

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TALLAHASSEE, FLORIDA



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You may verify this certificate online
at corp.delaware.gov/authver.shtml


Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 8865372

DATE: 06-27-11