

m99000000644

Document Number Only

CT Corporation System
660 East Jefferson Street
Tallahassee, FL 32301
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Attn: Jeff Netherton

100002867651--7
-05/07/99--01101--020
*****35.00 *****35.00

CORPORATION(S) NAME

100002867651--7
-05/07/99--01101--021
*****17.50 *****17.50

Michelin Retail Holdings LLC

Changing to: Tire Centers, LLC

- | | | |
|--|---|---|
| ☐ Profit | ☒ Amendment | ☐ Merger |
| ☐ Nonprofit | | |
| ☐ Foreign | ☐ Dissolution/Withdrawal | ☐ Mark |
| | ☐ Reinstatement | |
| ☐ Limited Partnership | ☐ Annual Report | ☐ Other |
| ☐ LLC | ☐ Name Registration | ☐ Change of RA |
| | ☐ Fictitious Name | ☐ UCC |
| ☐ Certified Copy | ☐ Photocopies | ☐ CUS |
| <hr/> | | |
| ☐ Call When Ready | ☐ Call If Problem | ☐ After 4:30 |
| ☒ Walk In | ☐ Will Wait | ☒ Pick Up |
| ☐ Mail Out | | |

99 MAY -6 PM 12:35
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Name Availability	5/7/99
Document Examiner	Document Examiner
Updater	Updater
Verifier	Verifier
Acknowledgement	DCC
W. P. Verifier	DCC

05/06/99

FILE SECOND

m99000000644

**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY TO
FILE AMENDMENT TO APPLICATION FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA**

SECTION I (1-3 must be completed)

1. Name of limited liability company as it appears on the records of the Department of State:

Michelin Retail Holdings, LLC

2. Jurisdiction of its organization: Delaware

3. Date authorized to do business in Florida: 4/29/99

SECTION II (4-7 complete only the applicable changes)

4. If the amendment changes the name of the limited liability company, when was the
change effected under the laws of its jurisdiction of organization? May 2, 1999

5. New name of the limited liability company: Tire Centers, LLC

(Name must end with the words "limited company" or the abbreviation "L.C." if not so contained in the name at present.)

6. If the amendment changes the period of duration, indicate new period of duration:

N/A

7. If the amendment changes the jurisdiction of organization indicate new jurisdiction:

N/A

May 3, 1999

Date

Signature of a member or the authorized representative of a member

James M. Micali, Manager

Typed or printed name

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

99 MAY -6 PM 12:35

FILED

State of Delaware
Office of the Secretary of State

PAGE 1

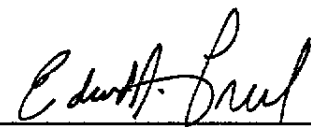
I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE CERTIFICATE OF MERGER, WHICH MERGES:

"TIRE CENTERS, INC.", A OHIO CORPORATION,
WITH AND INTO "MICHELIN RETAIL HOLDINGS LLC" UNDER THE NAME
OF "TIRE CENTERS, LLC", A LIMITED LIABILITY COMPANY ORGANIZED
AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, WAS
RECEIVED AND FILED IN THIS OFFICE THE THIRD DAY OF MAY, A.D.
1999, AT 10 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID LIMITED
LIABILITY COMPANY SHALL BE GOVERNED BY THE LAWS OF THE STATE OF
DELAWARE.

FILED
99 MAY -6 PM 12:33
STATE OF DELAWARE
TALLAHASSEE, FLORIDA




Edward J. Freel, Secretary of State

3021716 8330

991174766

AUTHENTICATION:

9722206

DATE:

05-04-99