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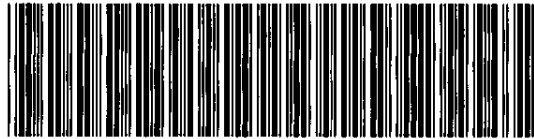
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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EFFECTIVE DATE

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DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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J. BRYAN DEC 29 2006



CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 691248 81902A

AUTHORIZATION

COST LIMIT : \$ 113.75

Susie Knight

ORDER DATE : December 29, 2006

ORDER TIME : 9:08 AM

ORDER NO. : 691248-005

CUSTOMER NO: 81902A

DOMESTIC CONVERSION FILING

NAME: TIRESOLES OF JACKSONVILLE, LLC

EFFECTIVE DATE: 1/1/2007

XX___ CERTIFICATE OF CONVERSION FOR LLC
XX___ ARTICLES OF INCORPORATION OF INC.

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX___ CERTIFIED COPY

CONTACT PERSON: Susie Knight -- EXT# 2956

EXAMINER'S INITIALS: _____

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**CERTIFICATE OF CONVERSION
FOR
FLORIDA LIMITED LIABILITY COMPANY
INTO
FLORIDA PROFIT CORPORATION**

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This Certificate of Conversion and attached Articles of Incorporation are submitted to convert the following Limited Liability Company into a Florida Profit Corporation in accordance with Section 607.1115 and Section 608.4403, Florida Statutes.

1. The name of the Florida Limited Liability Company immediately prior to filing this Certificate of Conversion is TIRESOLES OF JACKSONVILLE, LLC. #L03000027072
2. The above referenced Florida Limited Liability Company was first organized under the laws of Florida on July 23, 2003.
3. The above referenced Florida Limited Liability Company has converted into a Florida Profit Corporation in compliance with Chapter 607, F.S. (the "Florida Business Corporation Act") and Chapter 608, F.S. (the "Florida Limited Liability Company Act").

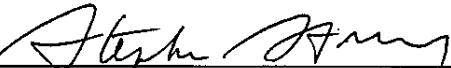
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01/01/07
4. The plan of conversion was approved by the members and managers of the above referenced converting Florida Limited Liability Company in accordance with Chapter 608, F.S.
5. The name of the Florida Profit Corporation as set forth in the attached Articles of Incorporation is TIRESOLES OF JACKSONVILLE, INC.
6. In accordance with Chapter 607, F.S., and Chapter 608, F.S., the effective date of this conversion is January 1, 2007.
7. The principal office address and mailing address of the above referenced Florida Profit Corporation are as follows:

Principal Place of Business: 2759 West 5th Street
Jacksonville, FL 32254

Mailing Address: 401 Rinker Way
Lake Worth, FL 33461
8. The above referenced Florida Profit Corporation has agreed to pay any members having appraisal rights the amount to which such members are entitled under Sections 608.4351 - 608.43595, Florida Statutes.

Signed this 28 day of December, 2006.

TIRESOLES OF JACKSONVILLE, LLC

By: 
Printed Name: STEPHEN H. STAFFORD
Title: MEMBER/MANAGER

Signed this 28 day of December, 2006.

TIRESOLES OF JACKSONVILLE, INC.

By: 
Printed Name: STEPHEN H. STAFFORD
Title: DIRECTOR/INCORPORATOR

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ARTICLES OF INCORPORATION
OF
TIRESOLES OF JACKSONVILLE, INC.

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The undersigned, for the purpose of forming a Corporation under the Florida Business Corporation Act, does hereby adopt the following Articles of Incorporation:

ARTICLE I

The name of the Corporation is TIRESOLES OF JACKSONVILLE, INC.

ARTICLE II

The duration of the Corporation is perpetual.

EFFECTIVE DATE
01/01/07

ARTICLE III

The general purposes for which the Corporation is organized are:

1. To transact any lawful business for which corporations may be incorporated under the Florida Business Corporation Act.
2. To do such other things as are incidental to the foregoing or necessary or desireable in order to accomplish the foregoing.

ARTICLE IV

The aggregate number of shares which the Corporation is authorized to issue is One Thousand (1,000). Such shares shall be of a single class, and shall have a par value of One Dollar (\$1.00) per share.

ARTICLE V

The street address of the Corporation's principal place of business is 2759 West 5th Street, Jacksonville, FL 32254. The mailing address of the Corporation is 401 Rinker Way, Lake Worth, Florida 33461.

ARTICLE VI

The name and Florida street address of the Corporation's registered agent is STEPHEN H. STAFFORD, 401 Rinker Way, Lake Worth, Florida 33461.

ARTICLE VII

The business of the Corporation shall be conducted by a Board of Directors, the number of members of which shall, except for the initial Board, be determined by the By-Laws, but shall never be fewer than three (3).

ARTICLE VIII

The initial Board of Directors shall consist of three (3) members. The name and street address of the initial Board of Directors, who shall hold office for the first year of the Corporation's existence or until their successors are elected and have qualified are as follows:

<u>NAME</u>	<u>ADDRESS</u>
RONALD N. MCALPINE	300 South Aster Trace Jacksonville, FL 32259
STEPHEN H. STAFFORD	41 S.E. Avenue C Belle Glade, FL 33430
CHARLES R. RIGL	7800 N.W. 103 rd Street Hialeah Gardens, FL 33016

ARTICLE IX

The name and address of the Incorporator of this Corporation is as follows:

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NAME

STEPHEN H. STAFFORD

ADDRESS

41 S.E. Avenue C
Belle Glade, FL 33430

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ARTICLE X

A. The Corporation shall indemnify any person who was or is a party or is threatened to be made a party to any threatened, pending, or completed action, suit, or proceeding, whether civil or criminal, administrative or investigative, by reason of the fact that he is or was a Director, Officer, employee or agent of the Corporation, or is or was serving at the request of the Corporation as a Director, Officer, employee, or agent of another corporation, partnership, joint venture, trust, or other enterprise, against expenses (including attorney's fees), judgments, fines and amounts paid in settlement, actually and reasonably incurred by him in connection with such action, suit or proceeding, including any appeal thereof, if he acted in good faith or in a manner he reasonably believed to be in or not opposed to the best interest of the Corporation, and with respect to any criminal action or proceeding, if he has no reasonable cause to believe his conduct was unlawful. However, with respect to any action by or in the right of the Corporation to procure a judgment in its favor, no indemnification shall be made in respect of any claim, issue or matter as to which such person is adjudged liable for negligence or misconduct in the performance of his duty to the Corporation unless, and only to the extent that, the court in which such action or suit was brought determines, on application, that, despite the adjudication of liability, such person is fairly and reasonably entitled to indemnify in view of all the circumstances of the case. Any indemnification hereunder shall be made only on a determination by a majority of disinterested Directors that indemnification is proper in the particular circumstances because the party to be indemnified has met the applicable standard of conduct. Determination of any action, suit, or proceeding by judgment, order, settlement,

conviction, or on a plea of nolo contendere or its equivalent, shall not, of itself, create a presumption that the party did not meet the applicable standard of conduct in advance of the final disposition of any action, suit, or proceeding, on a preliminary determination that the Director, Officer, employee, or agent met the applicable standard of conduct and in receipt of any undertaking by or on behalf of the Director, Officer, employee, or agent to repay such amount unless it is ultimately determined that he is entitled to be indemnified by the Corporation as authorized in this section.

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B. The Corporation shall also indemnify any Director, Officer, employee, or agent who has been successful on the merits or otherwise, in defense of any action, suit, or proceeding, or in defense of any claim, issue, or matter therein, against all expenses, including attorney's fees, actually and reasonably incurred by him in connection therewith, without the necessity of an independent determination that such Director, Officer, employee, or agent met any appropriate standard of conduct.

C. The indemnification provided for herein shall continue as to any person who has ceased to be a Director, Officer, employee, or agent, and shall inure to the benefit of the heirs, executors, and administrators of such person.

D. In addition to the indemnification provided for herein, the Corporation shall have power to make any other or future indemnification, except an indemnification against gross negligence or willful misconduct, under any resolution or agreement duly adopted by a majority of disinterested directors, or duly authorized by a majority of stockholders.

E. If any expenses or other amounts are paid by way of indemnification, other than by court order or action by the stockholders, the Corporation shall, not later than the time of delivery to the stockholders of written notice of the next annual meeting, unless such meeting is

held within three (3) months from the date of such payment, and, in any event, within fifteen (15) months from the date of such payment, deliver by mail to each stockholder of record at the time entitled to vote for the election of Directors, a statement specifying the persons paid, the amount paid, and the nature and status at the time of such payment of the litigation or threatened litigation.

ARTICLE XI

The Corporation shall have the power to purchase and maintain insurance on behalf of any person who is or was a Director, Officer, employee, or agent of the Corporation, or who is or was serving at the request of the Corporation as a Director, Officer, employee, or agent, of another corporation, partnership, joint venture, trust, or other enterprise, against any liability asserted against him and incurred by him in any such capacity, or arising out of his status as such, whether or not the Corporation would have authority to indemnify him against such liability under the provisions under these Articles, or under law.

ARTICLE XII

No contract or other transaction between the Corporation and one or more of its Directors of any other corporation, firm, association, or entity in which one or more of its Directors or Officers are financially interested, shall be either void or voidable because of such relationship or interest or because such Director or Directors are present at the meeting of the Board of Directors or a Committee thereof which authorizes, approves, or ratifies such contract or transaction or because his or their votes are counted for such purpose, if:

(a) The fact of such relationship or interest is disclosed or known to the Board of Directors or Committee which authorizes, approves, or ratifies the contract or

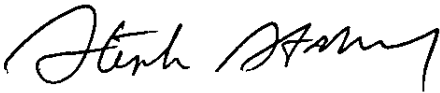
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transaction by a vote or consent sufficient for the purpose without counting the votes or consents of such interested Directors; or

(b) The fact of such relationship or interest is disclosed or known to the stockholders entitled to vote and they authorize, approve, or ratify such contract or transaction by vote or written consent; or

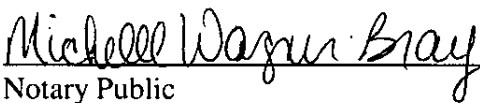
(c) The contract or transaction is fair and reasonable, as to the Corporation at the time it is authorized by the Board, a Committee, or the stockholders.

IN WITNESS WHEREOF, the Incorporator hereto has hereunto affixed his hand and seal this 28 day of December, 2006.


_____(SEAL)
STEPHEN H. STAFFORD

STATE OF FLORIDA
COUNTY OF BROWARD

The foregoing instrument was acknowledged before me this 28 day of December, 2006 by STEPHEN H. STAFFORD.


_____(SEAL)
Notary Public
My Commission Expires:

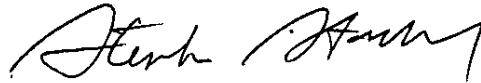
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Type of Identification Produced:



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ACCEPTANCE OF REGISTERED AGENT

Having been designated to accept service of process for the above-stated Corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.



STEPHEN H. STAFFORD

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