

F0000000 3397



ACCOUNT NO. : 072100000032
REFERENCE : 726953 4371706
AUTHORIZATION : Patricia Pizut
COST LIMIT : \$ 70.00

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 JUN 13 AM 10: 09

ORDER DATE : June 9, 2000
ORDER TIME : 10:0 AM
ORDER NO. : 726953-030
CUSTOMER NO: 4371706

MJH

CUSTOMER: Mr. Edward C. Stieg
Itochu International, Inc.
Suite 4500
777 S. Figueroa Street
Los Angeles, CA 90017

000003286750-18

FOREIGN FILINGS

NAME: AM-PAC TIRE DIST. INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- CERTIFIED COPY
- PLAIN STAMPED COPY
- CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janine Lazzarini

RECEIVED
00 JUN 13 AM 11: 26
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

FILE 2nd



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

June 13, 2000

JANINE LAZZARINI
CSC
TALLAHASSEE, FL

SUBJECT: AM-PAC TIRE DIST. INC.
Ref. Number: W00000015031

RESUBMIT

Please give original
submission date as file date.

We have received your document for AM-PAC TIRE DIST. INC. and the authorization to debit your account in the amount of \$70.00. However, the document has not been filed and is being returned for the following:

Please list the date first transacted business in Florida in Item 6. Or put "UPON QUALIFICATION" if the corporation has not already transacted business in Florida, and if there is no definite start-up date.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6914.

Buck Kohr
Corporate Specialist

Letter Number: 500A00033855

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

00 JUN 15 AM 9:50

RECEIVED

**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. AM-PAC TIRE DIST. INC.
(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)
2. California 3. 95-4709076
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. October 8, 1998 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. February 17, 2000
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 51 Moreland Road, Simi Valley, CA 93065-1662
(Current mailing address)

8. Sale and distribution of tire and a automotive accessories.
(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 or Mail Drop Box NOT acceptable)

Name: Corporation Service Company
Office Address: 1201 Hays Street
Tallahassee, Florida, 32301
(Zip code)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 JUN 13 AM 10:09

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.

Corporation Service Company
By: Debbie Hall
(Registered agent's signature)

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 addresses of officers and/or directors: (Street address ONLY - P.O. Box NOT acceptable)

A. DIRECTORS (Street address only - P.O. Box NOT acceptable)

Chairman: See attached officers/directors rider

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS (Street address only - P.O. Box NOT acceptable)

President: See attached officers/directors rider

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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

13. Edward C. Stieg
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Edward C. Stieg, Assistant Secretary
(Typed or printed name and capacity of person signing application)

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION
TO TRANSACT BUSINESS IN FLORIDA**

The Officers & directors rider:

ITEM A: BOARD OF DIRECTORS

Toru Yanashima	Director	51 Moreland Road, Simi Valley, CA 93065
Dennis M. Mangola	Director,	51 Moreland Road, Simi Valley, CA 93065
Tsutomu Kurata	Director	335 Madison Avenue, New York, NY 10017
Shuji Ikeda	Director	335 Madison Avenue, New York, NY 10017
Hiroshi Shibata	Director	335 Madison Avenue, New York, NY 10017
Shinji Ueki	Director	5-1, Kita-Aoyama 2-Chome, Minato-Ku Tokyo, Japan 107-8077

ITEM B: OFFICERS

Toru Yanashima	Chairman	51 Moreland Road, Simi Valley, CA 93065
Dennis M. Mangola	President and Chief Executive Officer	51 Moreland Road, Simi Valley, CA 93065
Richard E. Robinson	Vice President	51 Moreland Road, Simi Valley, CA 93065
Richard S. Abernethy	Ex. Vice President, Southern Rubber Division	917 6 th Ave., Birmingham, AL 35303
John P. Abernethy	Vice President, Sales, Southern Rubber Division	917 6 th Ave., Birmingham, AL 35303
Richard W. Smith	Secretary and Chief Financial Officer	51 Moreland Road, Simi Valley, CA 93065
Edward C. Stieg	Assistant Secretary	777 So. Figueroa St., #4500, LA, CA 90017

State of California

SECRETARY OF STATE

CERTIFICATE OF STATUS DOMESTIC CORPORATION

I, *BILL JONES*, Secretary of State of the State of California, hereby certify:

That on the 8th day of October, 19 98,

AM-PAC TIRE DIST. INC.

became incorporated under the laws of the State of California by filing its Articles of Incorporation in this office; and

That no record exists in this office of a certificate of dissolution of said corporation nor of a court order declaring dissolution thereof, nor of a merger or consolidation which terminated its existence; and

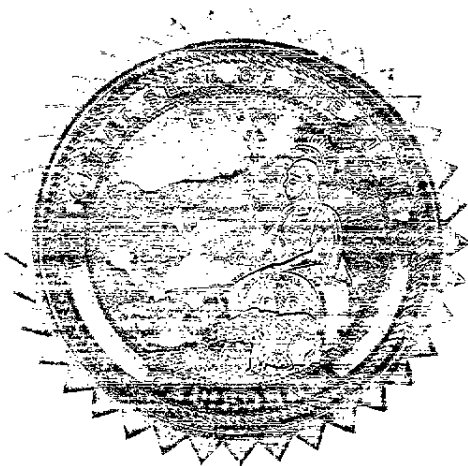
That said corporation's corporate powers, rights and privileges are not suspended on the records of this office; and

That according to the records of this office, the said corporation is authorized to exercise all its corporate powers, rights and privileges and is in good legal standing in the State of California; and

That no information is available in this office on the financial condition, business activity or practices of this corporation.

IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this day of

May 1, 2000



Bill Jones

Secretary of State