

CT CORPORATION SYSTEM

F01000002471

CORPORATION(S) NAME

Treadways Corporation

d/b/a Laramie Tire Company

FILED
MAY -8 PM 1:22
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

RECEIVED
DIVISION OF STATE
DEPARTMENT OF REVENUE
MAY -8 PM 1:10
TALLAHASSEE, FLORIDA
SUFFICIENT TO AGENCY OF FILING

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

Name _____
Availability _____
Document _____
Examiner _____
Updater _____
Verifier _____
W.P. Verifier _____

5/8/01

Order#: 3477911

100004162771--1

-05/08/01--01096--015

Ref#: *****78.75 *****78.75

Amount: \$ _____

660 East Jefferson Street
Tallahassee, FL 32301
Tel. 850 222 1092
Fax 850 222 7615

TREADWAYS CORPORAITON

SECRETARY'S CERTIFICATE

01 MAY -8 PM 1:22
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, Elizabeth Peters, Secretary of Treadways Corporation organized and existing under the laws of the state of California, United States of America having its corporate headquarters at 1120 Welsh Road, Suite 120, North Wales, PA 19454 (the "Corporation") DO HEREBY CERTIFY THAT:

The following is a true copy of certain resolutions duly adopted by the unanimous written consent of all members of the Board of Directors of the said Corporation as of December 31, 2000 in accordance with its By-Laws and have not been subsequently modified, amended or rescinded:

RESOLVED, that Treadways Corporation, a California corporation, adopts the name Laramie Tire Company as a fictitious name for use in the State of Florida; and it is further

RESOLVED, that the proper officers of the corporation be, and each of them hereby is, authorized to take any and all actions and to execute any and all documents, instruments and agreements which any of them may determine to be necessary or desirable in order to effectuate the purposes of the foregoing resolution.

IN WITNESS WHEREOF, I have hereto set my hand and affixed the seal of the Corporation
as of January 26, 2001.

[SEAL]

Elizabeth Peters
Secretary

**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. Treadways Corporation

(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

(State or country under the law of which it is incorporated)

3. 94-2977901

(FEI number, if applicable)

4. 9-18-85

(Date of incorporation)

5. Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. Upon Qualification

(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 1120 Welsh Rd., Suite 120, North Wales, PA 19454

Same

(Current mailing address)

8. Distribution of Tires & Tire Related Products

(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: C T Corporation System

Office Address: 1200 South Pine Island Road

Plantation, Florida, 33324

(Zip code)

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.

C T Corporation System

Carrie R. Ryan

(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 List

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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

President: See Attached List

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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

13. Michael Rubenstein - Chief Financial Officer
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Michael Rubenstein, Chief Financial Officer
(Typed or printed name and capacity of person signing application)

**TREADWAYS
OFFICERS AND DIRECTOR LIST**

DIRECTORS

Masato Ueno
Dan G. Wire
Kotaro Nakata
Yasuo Kano
Hisahiko Arai
Toru Watanabe

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TALLAHASSEE, FLORIDA

OFFICERS

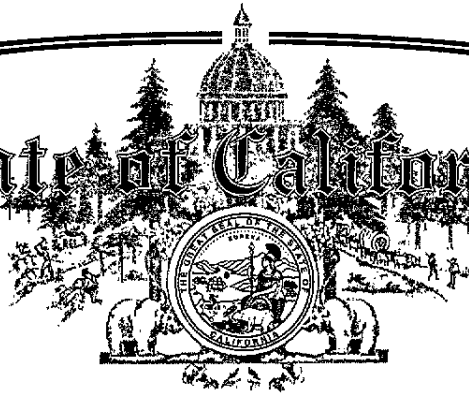
President & Chief Executive Officer	Dan G. Wire
Executive Vice President & Treasurer	Masato Ueno
Chief Financial Officer	Michael Rubens
Secretary	Elizabeth Peters
Assistant Secretary	Koji Aoyama

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Address for all:
1120 Welsh Rd., Suite 120
North Wales, PA 19545

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TALLAHASSEE, FLORIDA

State of California



SECRETARY OF STATE CERTIFICATE OF STATUS DOMESTIC CORPORATION

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01 MAY -8 PM 1:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

That on the **18th day of September, 1985, TREADWAYS CORPORATION** 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 2, 2001.



Bill Jones
BILL JONES
Secretary of State

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