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TRANSMITTAL LETTER

March 21, 2000

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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-03/23/00--01001--008
*****70.00 *****70.00

SUBJECT: Tyler's Tires and Automotive, Inc.

Enclosed please find the original and one copy of (i) the Articles of Incorporation for the subject corporation, and (ii) the Certificate of Designation for the Registered Agent/Office, along with a check in the amount of \$70.00 covering the filing fees.

FROM: Sheryl D. Tyler
1012 McClelland Avenue
Port St. Joe, FL 32456
(850) 229-7012

FILED
00 MAR 22 PM 3:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

F. CHESN

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FILED
00 MAR 22 PM 3:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

Tyler's Tires and Automotive, Inc.

The undersigned incorporator, for the purpose of forming corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

Tyler's Tires and Automotive, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

Place of Business

1529 Transmitter Road
Panama City, FL 32404

Mailing Address

1012 McClelland Ave
Port St. Joe, FL 32456

ARTICLE III PURPOSE

The purpose for which the corporation is organized is: Not applicable.

ARTICLE IV CAPITAL STOCK

The number of shares of capital stock that this corporation is authorized to have outstanding at any one time is:

20,000 shares of no-par common stock

ARTICLE V INITIAL OFFICERS/DIRECTORS

The name(s) and address(es):

Michael G. Tyler
President/Treasurer/Director
1012 McClelland Avenue
Port St. Joe, FL 32456

Janel M. Tyler
Secretary/Director
1012 McClelland Avenue
Port St. Joe, FL 32456

Sheryl D. Tyler
Assistant Secretary/Director
1012 McClelland Avenue
Port St. Joe, FL 32456

ARTICLE VI INITIAL REGISTERED AGENT AND ADDRESS

The name and Florida street address of the initial registered agent are: _____

Sheryl D. Tyler
1012 McClelland Avenue
Port St. Joe, FL 32456

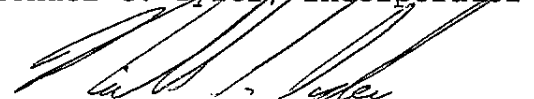
ARTICLE VII INCORPORATOR

The name and address of the Incorporator are: _____

Michael G. Tyler
1012 McClelland Avenue
Port St. Joe, FL 32456

The undersigned has executed these Articles of Incorporation this 21st day of March 2000.

Michael G. Tyler, Incorporator



Signature

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/ REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered agent/registered office, in the State of Florida:

1. The name of the corporation is:

Tyler's Tires and Automotive, Inc.

2. The name and address of the registered agent and office:

Sheryl D. Tyler
1012 McClelland Avenue
Port St. Joe, FL 32456

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

00 MAR 22 PM 3:09

FILED

HAVING BEEN NAMED AS REGISTERED AGENT TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREED TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

Sheryl D. Tyler
Signature/Registered Agent

3/21/2000
Date

[Signature]
Signature/Incorporator

3/21/2000
Date