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CONTACT:	CINDY HICKS	7
DATE:	3-22-01	6000038921767 -03/22/0101027009 <u>*****43.7</u> 5 *****43.75
REF. #:	0174.14914	
CORP. NAME:	ALPHA TIRE SYSTEMS (OF FLORIDA, INC.
	() TRADEMARK/SERVICE MARK CATION () LIMITED PARTNERSHIP () MERGER	() ARTICLES OF DISSOLUTION () FICTITIOUS NAME () LIMITED LIABILITY () WITHDRAWAL () UCC-3 ()
PLEASE RETUR		LIMIT: \$
	() CERTIFICATE OF GOOD STANDING	() PLAIN STAMPED COPY
Examiner's Initials		N.C. ETTE MAR 2 2 2001
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March 13, 2001

Florida Department of State Division of Corporations 409 East Gaines Street Tallahassee, FL 32399

Dear Sir or Madam:

The undersigned, certifies that:

- 1. He is the President of ALPHA TIRE SYSTEMS OF FLORIDA, INC., a Florida corporation, whose Articles of Incorporation were filed with the Secretary of State, State of Florida, on December 14, 2000.
- 2. He is the Manager of TIRE ENGINEERING & DISTRIBUTION, L.L.C., a Florida limited liability company, whose Articles of Organization were filed with the Secretary of State, State of Florida, on March 22, 2000.
- 3. He hereby consents to the use of the name TIRE ENGINEERING & DISTRIBUTION OF FLORIDA, INC., which is affiliated with TIRE ENGINEERING & DISTRIBUTION, L.L.C. and contains the same principals.

Sincerely,

ALPHA TIRE SYSTEMS OF FLORIDA, INC., a Florida corporation

Jordan Fishman, President

TIRE ENGINEERING & DISTRIBUTION, L.L.C., a Florida limited liability company

Jordan Fishman, Manager

ARTICLES OF AMENDMENT TO THE ARTICLES OF INCORPORATION OF ALPHA TIRE SYSTEMS OF FLORIDA, INC.

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SECRETARISE PLOTES

The undersigned, certifies that:

- 1. He is the President of ALPHA TIRE SYSTEMS OF FLORIDA, INC., a Florida corporation, whose Articles of Incorporation were filed with the Secretary of State, State of Florida, on December 14, 2000.
- 2. The following amendment to the Articles of Incorporation was unanimously adopted and approved by the Shareholders and the Board of Directors, by written consent in lieu of a special meeting, dated March 13th, 2001. The number of votes cast by the Shareholders and Board of Directors was sufficient for approval.
- 3. ARTICLE I of the Articles of Incorporation is hereby amended in its entirety to read as follows:

ARTICLE I

NAME

The name of this Corporation shall be:

TIRE ENGINEERING & DISTRIBUTION OF FLORIDA, INC.

IN WITNESS WHEREOF, the undersigned President of the Corporation has executed these Articles of Amendment this 13th day of March, 2001.

Jordan Fishman, President