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RICHARD A. YOST
4713 S. W. Bermuda Way
PALM CITY, FL 34990

April 11, 2001

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-04/16/01--01109--009
*****122.50 *****78.75

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

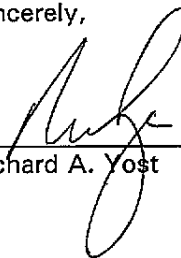
Dear Sir:

Enclosed are the original and one copy of the Articles of Incorporation of Wheel Tec of Palm Beach, Inc.

Also enclosed is a check in the amount of \$122.50 to cover charter tax, filing fee, certified copy and resident agent's fee.

Thank you for your attention to this matter.

Sincerely,


Richard A. Yost

FILED
01 APR 16 AM 8:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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CERTIFICATE OF INCORPORATION
AND
ARTICLES OF INCORPORATION
OF
WHEEL TEC OF PALM BEACH, INC.

FILED
01 APR 16 AM 8:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We, the undersigned, hereby associate ourselves for the purpose of becoming a corporation under the laws of the State of Florida, by and under the provision of the statutes of the State providing for the formation, liability, rights, privileges and immunities of a corporation for profit.

ARTICLE I

The name of this corporation is Wheel Tec of Palm Beach, Inc., hereinafter referred to as the Corporation.

ARTICLE II

NATURE OF BUSINESS

The general nature of the business and object and purposes proposed to be transacted, promoted or carried on are to engage in any activity of business permitted under the laws of the United States and of this State.

ARTICLE III

CAPITAL STOCK

The amount of the total authorized capital stock of the corporation shall be Five Hundred (500) shares of common stock of One Dollar (\$1.00) par value.

The whole or any part of the capital stock of the Corporation shall be payable in lawful money of the United States of America, or property, labor or services at a just valuation to be fixed by the Shareholders.

ARTICLE IV

AMOUNT OF CAPITAL WITH WHICH TO BEGIN BUSINESS

The amount of capital with which the Corporation shall begin business shall be not less than Five Hundred Dollars (\$500.00).

ARTICLE V

CORPORATE EXISTENCE

The Corporation shall have perpetual existence.

ARTICLE VI

The initial street address of said Corporation is 4713 S. W. Bermuda Way, Palm City, FL 34990, with the privilege, however, of having branch offices or places of business at any other place or places within or without the State of Florida, or in foreign countries.

ARTICLE VII

NUMBER OF DIRECTORS

There shall be no directors. The Corporation shall be managed by the stockholders.

ARTICLE VIII

The name and post office addresses of each subscriber to this Certificate of Incorporation and statement of the number of shares of stock which they agree to take as follows:

Richard A. Yost	500 Shares
4713 S. W. Bermuda Way	
Palm City, FL 34990	

ARTICLE IX

OFFICERS

The officers of this corporation shall be a President, Vice President and Secretary.

All officers or agents, as may be deemed necessary by the Shareholders shall be chosen in the manner and hold office for the term prescribed in the by-laws or determined by the Shareholders.

ARTICLE X

This Corporation reserves the right to amend, alter, change or repeal any provision contained in this Certificate of Incorporation in the manner now or hereafter prescribed by law and all rights conferred on stockholders herein are granted subject to this reservation.

IN WITNESS WHEREOF, I, the undersigned incorporator have hereunto set my hand and seal this 11th day of April, 2001 for the purpose of forming this Corporation for profit under the laws of the State of Florida, and I hereby make and file in the Office of the Secretary of State of Florida, this Certificate of Incorporation and certify that the facts herein stated are true.



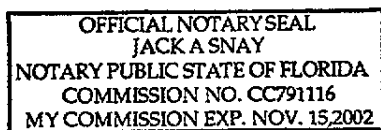
RICHARD A. YOST

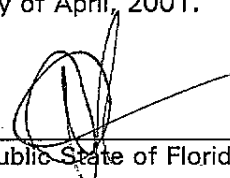
STATE OF FLORIDA}SS:
COUNTY OF MIAMI-DADE}

BEFORE ME, this day personally appeared, RICHARD A. YOST to me well known to be the individual described in and who executed the foregoing Certificate of Incorporation and acknowledged that he executed the same for the purposes therein expressed.

WITNESS my hand and official seal this 11th day of April, 2001.

My Commission Expires:



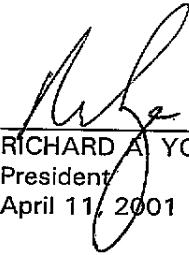


Notary Public State of Florida at Large

CERTIFICATE DESIGNATING PLACE OF BUSINESS OF DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA
NAMING AGENT UPON WHOM PROCESS MY BE SERVED

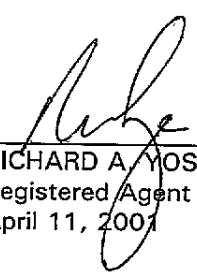
IN COMPLIANCE WITH SECTION 48.09], FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED:

FIRST—THAT WHEEL TEC OF PALM BEACH, INC. DESIRING TO ORGANIZE OR
QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF
BUSINESS AT 4713 S. W. BERMUDA WAY, CITY OF PALM CITY, STATE OF FLORIDA,
HAS NAMED RICHARD A. YOST, 4713 S. W. BERMUDA WAY, CITY OF PALM CITY,
STATE OF FLORIDA, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.


RICHARD A. YOST
President
April 11, 2001

FILED
01 APR 16 AM 8:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE
STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY
AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE
PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE
PERFORMANCE OF MY DUTIES.


RICHARD A. YOST
Registered Agent
April 11, 2001