

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

FILED

01 SEP 26 PM 12:43

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

P010000094/35
Intercontinental Tires, Inc

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*****78.75 *****78.75

RECEIVED
01 SEP 26 AM 10:50
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

X

Art of Inc. File _____

LTD Partnership File _____

Foreign Corp. File _____

L.C. File _____

Fictitious Name File _____

Trade/Service Mark _____

Merger File _____

Art. of Amend. File _____

RA Resignation _____

Dissolution / Withdrawal _____

Annual Report / Reinstatement _____

X

Cert. Copy _____

Photo Copy _____

Certificate of Good Standing _____

Certificate of Status _____

Certificate of Fictitious Name _____

Corp Record Search _____

Officer Search _____

Fictitious Search _____

Fictitious Owner Search _____

Vehicle Search _____

Driving Record _____

UCC 1 or 3 File _____

UCC 11 Search _____

UCC 11 Retrieval **J. BRYAN SEP 26 2001**

Courier _____

Signature _____

Requested by: **KC 9/26**

Name _____ Date _____ Time _____

Walk-In _____ Will Pick Up _____

ARTICLES OF INCORPORATION
OF
INTERCONTINENTAL TIRES, INC.

FILED
01 SEP 26 PM 12:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THE UNDERSIGNED HEREBY MAKE, SUBSCRIBE, ACKNOWLEDGE AND FILE THIS
CERTIFICATE FOR THE PURPOSE OF BECOMING A CORPORATION UNDER THE LAWS OF THE
STATE OF FLORIDA.

ARTICLE I

NAME

The name of this corporation is INTERCONTINENTAL TIRES, INC.

ARTICLE II

PURPOSE

This corporation may engage in any activity or business permitted under the laws of the United States
and of the State of Florida.

ARTICLE III

CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at
any time is 100,000 shares of common stock of 1.00 Dollar per share par value.

ARTICLE IV

DURATION

This corporation is to exist perpetually, and its existence is to commence on the date hereof.

ARTICLE V

PRINCIPAL OFFICE AND REGISTERED AGENT

The principal office of the corporation shall be located at 4906 Savarese Circle, Tampa, Florida

33634.

The name and street address of the initial registered agent of the corporation in the State of Florida is: **Frank J. Greco, 1715 N. Westshore Boulevard, Suite 750, Tampa, Florida 33607.** The Board of Directors may, from time to time, appoint a substitute registered agent and move the registered office or the principal office, or both, to any other address in the State of Florida.

ARTICLE VI

INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) or more directors as provided by the By-Laws. This corporation shall have two directors, as follows:

<u>NAME</u>	<u>ADDRESS</u>
Joseph D. Torrence, Sr.	4906 Savarese Circle Tampa, Florida 33634
Joseph D. Torrence, Jr.	4906 Savarese Circle Tampa, Florida 33634

ARTICLE VII

INCORPORATOR

The name and address of the incorporator of this corporation is:

<u>NAME</u>	<u>ADDRESS</u>
Joseph D. Torrence, Jr.	4906 Savarese Circle Tampa, Florida 33634

ARTICLE VIII

INDEMNIFICATION

The corporation shall indemnify all directors and officers, whether or not then in office, who are or become a party, or are threatened to be made a party, to any threatened, pending or completed action, suit or proceedings, whether civil, criminal, administrative or investigative by reason of the fact that such person is or was a director or officer, or is or was serving at the request of the corporation as an officer or director against expenses (including attorneys' fees, including hourly charges for paralegals and other staff members operating under the supervision of an attorney, whether at trial or appeal), judgments, fines and amounts paid in settlement actually and reasonably incurred by such person in connection with such action, suit or proceeding, including any appeal thereof; provided, however, that there shall be no indemnification against gross negligence or willful misconduct.

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR
DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In pursuance of Chapter 48.09I, Florida Statutes, the following is submitted, in compliance with said Act:

First — That **Intercontinental Tires, Inc.** desiring to organize under the laws of the State of Florida with its principal place of business in Hillsborough County, Florida, has named **Frank J. Greco**, located at **1715 N. Westshore Boulevard, Suite 750, Tampa, Florida 33607**, as its agent to accept service of process within this state.



Joseph D. Torrence, Jr.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.



Frank J. Greco
Registered Agent

ARTICLE IX
BY-LAWS

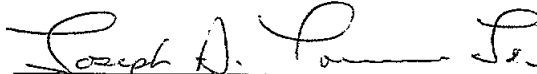
The initial By-Laws shall be adopted by the Board of Directors. The power to alter, amend or repeal the By-Laws or adopt new By-Laws is vested in the Board of Directors, subject to repeal or change by action of the shareholders.

ARTICLE X
AMENDMENT

The right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, is reserved to the Board of Directors and the Shareholders as specified under the laws of Florida.

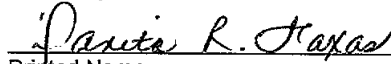
IN WITNESS WHEREOF, these Articles of Incorporation have been signed, as Incorporator, by
Joseph D. Torrence, Jr..

Dated this 25th day of September, 2001.


Joseph D. Torrence, Jr.

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this 25th day of September, 2001 by Joseph
D. Torrence, Jr., who is personally known to me or who has produced as identification. *FL LIC T652484522870*


Printed Name: _____
Notary Public
My Commission Expires:
Serial Number:



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-SECRETARY OF STATE-
TALLAHASSEE, FLORIDA