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LAZARUS CORPORATE FILING SERVICE

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TERESA ROMAN (TALLAHASSEE REPRESENTATIVE)

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OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. S.L. TIRE & AUTO CENTER II, INC.
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)

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<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

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Examiner's Initials

ARTICLES OF INCORPORATION

OF

S.L. TIRE & AUTO CENTER II, INC.

The undersigned acting as subscribers of a Corporation under the Florida Corporation Law, adopt the following Articles of Incorporation for such Corporation.

ARTICLE I

The name of the Corporation is:

S.L. TIRE & AUTO CENTER II, INC.

ARTICLE II

The purpose for which the Corporation is organized is to engage in any activities or business permitted under the laws of the United States and Florida.

ARTICLE III

The aggregate number of shares that the Corporation shall have the authority to issue is SEVEN THOUSAND (7,000) shares of Capital Stock, all of one class, with a par value of One Dollar (\$1.00) per share.

ARTICLE IV

The period of duration of the Corporation is perpetual.

ARTICLE V

The amount of capital with which the Corporation shall begin business is not less than SIX HUNDRED DOLLARS (\$600.00).

ARTICLE VI

The Principal address of the initial Registered Office of the Corporation is: **843 SW 71 Court, Miami, FL 33144.**

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ARTICLE VII

The number of directors constituting the initial Board of Directors of the Corporation is one.

ELSA DAMAS

**843 SW 71 Court
Miami, FL 33144**

ARTICLE VIII

The name and address of the initial subscriber and Registered Agent of the corporation is:

ELSA DAMAS

**843 SW 71 Court
Miami, FL 33144**

ARTICLE IX

The following named person shall be the officers of this Corporation for the first year of its existence or until their successors are elected and have qualified:

ELSA DAMAS

President, Secretary, Treasurer, and Director

ARTICLE X

Shareholders shall not be entitled to preemptive rights.

IN WITNESS WHEREOF, we the undersigned, have made, subscribed and acknowledged this Article of Incorporation, this 6 day of November, 2001.

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 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.

ELSA DAMAS
**ELSA DAMAS, Subscriber
and Registered Agent**

STATE OF FLORIDA

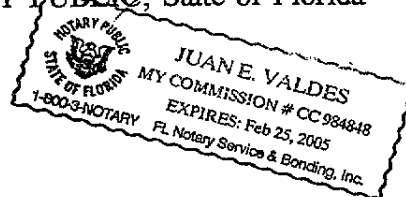
COUNTY OF MIAMI-DADE

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State aforesaid and County aforesaid to take acknowledgments, personally appeared **ELSA DAMAS, as Subscriber and Registered Agent**, to me known to be the person(s) described in or who (have)(has) produced FL. Driver License as identification and who executed the foregoing document and she acknowledged before me that she executed the same.

WITNESS my hand and official seal in the County and State aforesaid this 6 day of November, 2001.

My commission expires:


NOTARY PUBLIC, State of Florida



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