

2250 S. W. 3RD AVENUE 5TH FLOOR MIAMI FLORIDA 33129

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November 28, 2001

Division of Corporations P O Box 6327 Tallahassee FL 32314

700004700927--2 -11/30/01--01073--012 *****45.75 *****43.75

RE: Tired of Flats, Inc.

Dear Sir/Madam:

Enclosed please find original and one copy of Articles of Amendment to Articles of Incorporation of Tired of Flats, Inc., changing the name of the corporation to Timberlake Tire, Inc. Also enclosed is our check in the amount of \$45.75 representing the filing fee for the Articles of Amendment and the fee for a certified copy thereof. Thank you in advance for your attention and cooperation, and if you should have any question, do not hesitate to contact me.

Very truly yours,

ROBERT P. LITHMAN

RPL/su

Enclosures

O1 NOV 30 PN 3: 35
SECRETARY OF STATE TALLAHASSEF, FINSHA

24/2/4 24/2/49

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

TIRED OF FLATS, INC.	
(present name)	
P01000111636	.
(Document Number of Corporation (If known)	

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

Article I of the Articles of Incorporation is amended to read as follows:

The Name of this corporation is:

TIMBERLAKE TIRE, INC.

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SECRETARY OF STATE
TALL AHASSIE, FLORIDA

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

	the date of each attendment's adoption. November 28, 2001.
FOURTH:	Adoption of Amendment(s) (CHECK ONE)
	The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
	The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):
	"The number of votes cast for the amendment(s) was/were sufficient
	for approval by"
Ø	The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
	The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.
	Signed this 28th day of November , 2001 .
Signature	Alexandra Hima
~-g	(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)
	OR
	(By a director if adopted by the directors)
	OR
	(By an incorporator if adopted by the incorporators)
	ALEXANDRA A. LIMA (Typed or printed name)
	DIRECTOR (Title)