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To: Division of Corporations
Fax Number : (850)205-0381

From: Account Name : BLUMBERG/EXCELSIOR CORPORATE SERVICES
Account Number : 075350000353
Phone : (212)431-5000
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA PROFIT CORPORATION OR P.A.

BCM Performance Tire & Wheel, Inc.

Certificate of Status	0
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ARTICLES OF INCORPORATION
OF

BCM Performance Tire & Wheel, Inc.

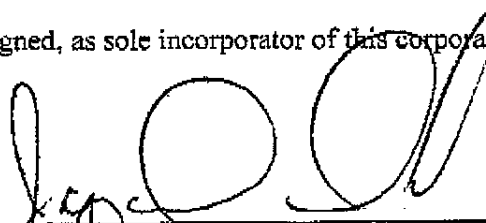
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THE UNDERSIGNED sole incorporator, being a natural person competent to contract and desiring to form a corporation under Title XXXV, Chapter 607, of the Revised Florida Statutes, herewith submits the following information:

1. The name of the corporation is: **BCM Performance Tire & Wheel, Inc.**
2. The duration of the corporation shall be perpetual.
3. The general purpose or purposes for which this corporation is being formed are to include the transaction of any or all lawful business for which corporations may be incorporated under this chapter.
4. The aggregate number of shares which the corporation shall have authority to issue is **1,000 shares at no par value.**
5. The name and address of the director is: **William A. Clark, 7001 North Military Trail, West Palm Beach, FL 33407**
6. The principal address of the corporation will be: **7001 North Military Trail, West Palm Beach, FL 33407**
7. The name and address of the initial registered agent is: **William A. Clark, 7001 North Military Trail, West Palm Beach, FL 33407**
8. The name and address of the sole incorporator is: **Jacqueline Ward, BlumbergExcelsior Corporate Services, Inc., 62 White Street, 2nd Floor, New York, NY 10013**

IN WITNESS WHEREOF, the undersigned, as sole incorporator of this corporation has executed these Articles of Incorporation.

Dated: April 30, 2002.



Jacqueline Ward
Sole Incorporator

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ACCEPTANCE OF APPOINTMENT

AS

REGISTERED AGENT

I, the undersigned, do hereby accept appointment as Registered Agent for **RCM Performance Tire & Wheel, Inc.** the within named corporation.

Dated: April 30, 2002


William A. Clark
Registered Agent

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