

**P04000039454**

(Requestor's Name)

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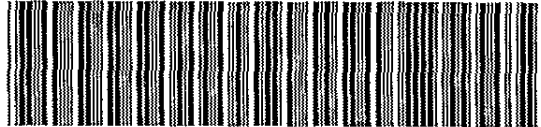
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

2004 FEB 24 A 8:55

**FILED**

HAL SPENCE, P.A.

*Attorney at Law*

221 N. CAUSEWAY  
NEW SMYRNA BEACH, FL 32169-5239  
386-427-5227  
(FAX) 386-423-3909  
e-mail: HSpencePA@aol.com

February 23, 2004

Department of State  
Corporate Records Bureau  
409 E. Gaines Street  
Tallahassee, FL 32301

Re: Tireswing Systems, Inc.

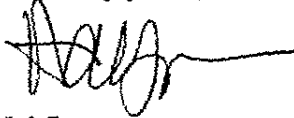
Dear Sir:

Enclosed is the original and one copy of the Articles of Incorporation of the above corporation. We have also enclosed a check in the amount of \$78.75 for the filing fee and **one** certified copy. This document is being sent to you via Federal Express in order for the corporate existence to commence as of the date of the acknowledgment of the Articles of Incorporation.

Please process this at your earliest opportunity and return the certified copy of the Articles of Incorporation to this office.

Thank you for your assistance. If you have any questions, please do not hesitate to contact my office.

Very truly yours,



Hal Spence

HS/tm

Enclosures

ARTICLES OF INCORPORATION

OF

FILED

TIRESWING SYSTEMS, INC.

2004 FEB 24 A 8:55

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, do hereby adopt the following Articles of Incorporation:

**Article 1. Name.** The name of the Corporation is: Tireswing Systems, Inc.

**Article 2. Address of principal office.** The address of the principal office of the corporation and the mailing address of the corporation is 646 North Riverside Drive, New Smyrna Beach, FL 32168.

**Article 3. Duration.** The duration of the Corporation is perpetual.

**Article 4. Purpose.** The general purposes for which the Corporation is organized are the following:

A. To engage in and transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act. No other purpose limits this general purpose in any way.

B. To do such other things as are incidental to the purposes of the Corporation or necessary or desirable in order to accomplish them.

**Article 5. Capital Stock.** The aggregate number of shares which the Corporation is authorized to issue is one thousand (1,000) shares of common stock. Such shares shall be of a single class and shall have a par value of \$1.00 per share.

**Article 6. Initial Registered Office and Agent.** The initial Registered Agent is Alan Rex Norris and the street address of the initial Registered Office of the Corporation is 646 North Riverside Drive, New Smyrna Beach, FL 32168.

**Article 7. Initial Board of Directors.** The number of Directors constituting the initial Board of Directors is four. The number of Directors may be increased or decreased from time to time in accordance with the Bylaws but shall never be less than one. The name and address of each initial Director of the Corporation is as follows:

<u>Director</u>	<u>Director's Address</u>
Alan Rex Norris	646 North Riverside Drive New Smyrna Beach, FL 32168
Barbara Amy Nowell	646 North Riverside Drive New Smyrna Beach, FL 32168
Alan Andrew Norris	114 East High Street

Jeremy Joseph Keller  
Baldwin City, Kansas 66006  
2523 Bremer Drive  
Lawrence, Kansas 66049

**Article 8. Incorporators.** The name and address of each

Incorporator is as follows:

<b><u>Incorporator</u></b>	<b><u>Incorporator 's Address</u></b>
Alan Rex Norris	646 North Riverside Drive New Smyrna Beach, FL 32168
Barbara Amy Nowell	646 North Riverside Drive New Smyrna Beach, FL 32168

**Articles 9. Amendment.** The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and any right conferred upon the Shareholders is subject to this reservation.

**Article 10. Indemnification.** The Corporation shall indemnify each Officer and Director, including former Officers and Directors, to the full extent permitted by law.

**Article 11. Stock Transfer Restrictions.** Shares of capital stock of the Corporation shall be issued to the following persons in the following amounts upon payment of the consideration determined by the Board of Directors:

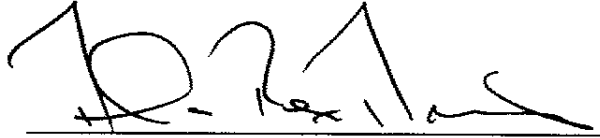
<b><u>Shareholder</u></b>	<b><u>Number of Shares</u></b>
Alan Rex Norris	60 Shares
Barbara Amy Nowell	42 Shares
Alan Andrew Norris	49 Shares
Jeremy Joseph Keeler	49 Shares

Shares held by each Shareholder may not be sold or otherwise transferred to other persons unless first offered to this Corporation or to the remaining Shareholders in proportion to their shares. The price, terms and other provisions regarding this restriction may be specified by written agreement among the Shareholders, which agreement may expand this Article and which may also include the Corporation as a party.

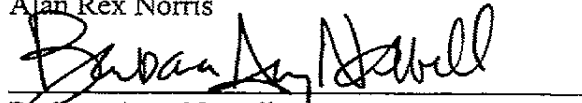
**Article 12. Bylaws.** The power to adopt, alter, amend, and repeal the Bylaws shall be vested in the Board of Directors, but all alterations, amendments and repeals of the Bylaws must be approved by a majority of the Shareholders.

**Article 13. Commencement of Corporate Existence.** In accordance with Section 607.0123, Florida Statutes, the date when corporate existence shall commence is the date of subscription and acknowledgment of these Articles of Incorporation.

IN WITNESS WHEREOF, the undersigned have signed these Articles of Incorporation on this 23 day of February, 2004.



Alan Rex Norris



Barbara Amy Nowell

STATE OF FLORIDA  
COUNTY OF VOLUSIA

Before me personally appeared **ALAN REX NORRIS** and **BARBARA AMY NOWELL** personally know to me or who produced a Florida driver's license as identification and known to be the persons described in and who executed the foregoing Articles of Incorporation and acknowledged to and before me that they executed said instrument for the purposes therein expressed.

WITNESS my hand and official seal this 23<sup>rd</sup> day of February, 2004.

My commission expires:

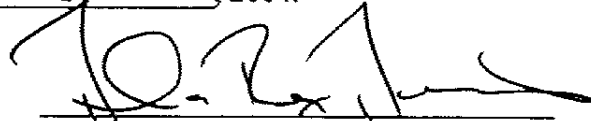
  
Notary Public

Terry T. McMillan  
MY COMMISSION # DD250003 EXPIRES  
January 9, 2008  
BONDED THRU TROY FAIN INSURANCE, INC.

**ACCEPTANCE BY REGISTERED AGENT**

The undersigned hereby accepts the appointment as Registered Agent of Tireswing Systems, Inc., which is contained in the foregoing Articles of Incorporation.

DATED this 23 day of FEBRUARY, 2004.



Alan Rex Norris, Registered Agent

**FILED**

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA