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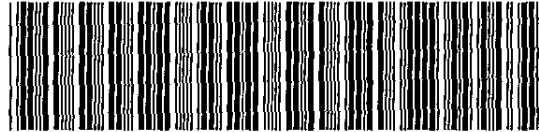
(Business Entity Name)

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OFFICE USE ONLY(DOCUMENT #)

LAZARUS CORPORATE FILING SERVICE

3320 S.W. 87 AVENUE

MIAMI, FLORIDA (305)552-5973

OFFICE USE ONLY

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

1. Padilla Tires Inc.
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

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NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<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

Examiner's Initials

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SEAL
TALL
STATE
FLORIDA

ARTICLES OF INCORPORATION
OF

PADILLA TIRES INC.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I

The name of the Corporation is:

PADILLA TIRES 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 address of the initial Principal Office of the Corporation is: 1150 N.W. 72nd Avenue Suite 555, Miami, Fl. 33126

ARTICLE VII

The number of directors constituting the initial Board of Directors of the Corporation are:

EMILIANO PADILLA **1150 N.W. 72nd Avenue Suite 555**
 Miami, Fl 33126.

ARTICLE VIII

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

EMILIANO PADILLA **1150 N.W. 72nd Avenue Suite 555**
 Miami, Fl. 33126

ARTICLE IX

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

EMILIANO PADILLA **Director, President**
 Treasurer and Secretary

ARTICLE X

Shareholders shall not be entitled to preemptive rights.

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04 MAY 27 PM 12:35
SEAL OF THE STATE OF FLORIDA

IN WITNESS WHEREOF, I the undersigned, have made, subscribed and acknowledged this Article of Incorporation, this 25th day of May, 2004.

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.

Emiliano Padilla
Emiliano Padilla, Subscriber
and Registered Agent.

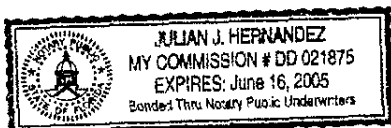
STATE OF FLORIDA

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 acknowledgements, personally appeared **Emiliano Padilla, subscriber and Registered Agent**, to me known to be the person described in or who (have) (has) produced Florida Drivers License as identification and who executed the foregoing document and he acknowledged before me that he executed the same.

WITNESS my hand and official seal in the County and State aforesaid this 25th day of May, 2004.

My commission expires:



Julian J. Hernandez
NOTARY PUBLIC, State of Florida