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Florida Department of State
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To:

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

From:

Account Name : BLUMBERG/EXCELSIOR CORPORATE SERVICES, INC.
Account Number : 075350000353
Phone : (212) 431-5000
Fax Number : (212) 431-1441

FLORIDA PROFIT CORPORATION OR P.A.

ALL TIRE & WHEEL, INC.

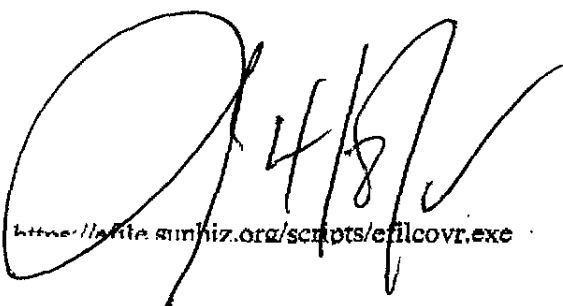
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4/7/2005

ARTICLES OF INCORPORATION

In compliance with Chapter 607 and/or Chapter 621, F.S. (Profit)

ARTICLE I NAME

The name of the corporation shall be:

All Tire & Wheel, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business/mailling address is:

5100 Commercial Way
Spring Hill, FL 34606

ARTICLE III PURPOSE

The purpose for which the corporation is organized is:

Tire and auto center

ARTICLE IV SHARES

The number of shares of stock is:

100

ARTICLE V INITIAL OFFICERS AND/OR DIRECTORS

List name(s), address(es) and specific title(s):

Rodney Bell	Bryan Todd Bell
5100 Commercial Way	5100 Commercial Way
Spring Hill, FL 34606	Spring Hill, FL 34606

ARTICLE VI REGISTERED AGENT

The name and Florida street address (P.O. Box NOT acceptable) of the registered agent is:

George M. Germann, Esq.
5327 Commercial Way
Spring Hill, FL 34606

ARTICLE VII INCORPORATOR

The name and address of the Incorporator is:

Candice Pignataro c/o BlumbergExcelsior
62 White Street
New York, NY 10013

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity

Signature Registered Agent

Signature Incorporator

APRIL 5, 2005

Date

APRIL 5, 2005

Date

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CLERK OF DISTRICT COURT
JAIL MIDDLE, FLORIDA