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Joseph E. Roth
Certified Public Accountant
11595 Kelly Road, #121
Fort Myers, FL 33908
(813)466-6590

February 7, 1995

Division of Corporations
P.O. Box 6327
Tallahassee, Florida

Dear Sirs,

Enclosed please find Two copies of the Articles Of Incorporation for a new for
profit corporation Performance Tire & Auto Center, Inc. and a check for \$122.50.
Please mail the certified copy to the above address.

Respectfully,

Joseph E. Roth

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ARTICLES OF INCORPORATION
OF
4689 Pine Island Road, Inc.

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The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

4689 Pine Island Road, Inc.

The address of the principal office of this corporation shall be 4689 Pine Island Road, Matlacha, Florida, and the mailing address of the corporation shall be C/O Joseph E. Roth, CPA, 11595 Kelly Road, #121, Fort Myers, Florida 33908.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 500 shares of common stock having \$1 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 11595 Kelly Road #121, Fort Myers, Florida 33908, and the name of the initial registered agent of the corporation at that address is Joseph E. Roth, CPA.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have one Director initially. The name and address of the initial members of the board of Directors is:

R. Stanford Pettys 5171 Western Drive
Director St. James City, Florida 33956

Beryl P. Pettys, 5171 Western Drive
Director St. James City, Florida 33956

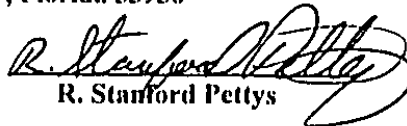
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ARTICLE VII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

R. Stanford Pettys
5171 Western Drive
St. James City, Florida 33956

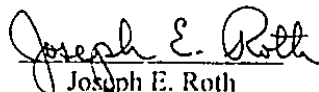
Dated : 2-7-95


R. Stanford Pettys

**ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION**

Joseph E. Roth CPA, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the foregoing Articles, is familiar with and accepts the obligation of the position of Registered Agent under Section 607.0505, Florida Statutes.

Dated: 2-7-95


Joseph E. Roth