

P95000066864

OFFICE USE ONLY (Document #)

Eckert Seamans Cherin & McElwain
(Requestor's Name)
206 S. Adams Street
(Address)
Joliet, IL 60431
(City, State, Zip) (Phone #)
(904) 222-2515 (Alice Williams)

OFFICE USE ONLY

RECEIVED
JUL 11 1995
FEDERAL BUREAU OF INVESTIGATION
U.S. DEPARTMENT OF JUSTICE

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

1. Tri-State Tire & Auto Centers, Inc.
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

☒ Walk in ☒ Pick up time 1pm ☐ Certified Copy
☐ Mail out ☒ Will wait ☐ Photocopy ☐ Certificate of Status

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 REQUESTED	
<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

B. BROWN AUG 29 1995

Examiner's Initials

ARTICLES OF INCORPORATION
OF
TRI-STATE TIRE & AUTO
CENTERS, 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 NAME

The name of the corporation shall be:

TRI-STATE TIRE & AUTO CENTERS, INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

TRI-STATE TIRE & AUTO CENTERS, INC.
c/o Wayne H. Starn
2441 Nugget Lane
Tallahassee, FL 32303

ARTICLE III DIRECTORS

The business of this corporation shall be managed by a Board of Directors and/or as set forth under any duly made shareholders agreement, consistent with law. There shall be one (1) Director initially. The number of Directors may be increased, and after such increase, decreased, pursuant to By-Laws adopted by shareholders or as set forth in any shareholders agreement. In no event shall the number of Directors be less than one (1) or more than three (3). The name and address of the initial Director of this corporation is:

Wayne H. Starn
2441 Nugget Lane
Tallahassee, FL 32303

ARTICLE IV DATE CORPORATE EXISTENCE BEGINS

The date when corporate existence for this corporation begins is the date when these Articles of Incorporation are filed with the Florida Department of State.

ARTICLE V CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is One Thousand (1,000) shares at One Dollar (\$1.00) par value each.

ARTICLE VI GENERAL PURPOSE

This corporation is organized for the purpose of transacting business in the motor vehicle service and related industries, and may also conduct any and all lawful business for which corporations may be incorporated under the Florida Business Corporation Act.

ARTICLE VII BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in and is hereby reserved to the shareholders. By-Laws shall be adopted, altered, amended or repealed as provided in the By-Laws or governing shareholders agreement.

ARTICLE VIII SHAREHOLDERS PREEMPTIVE RIGHTS

The corporation elects to have preemptive rights enuring to the benefit of the original shareholders, which shall be granted on uniform terms and conditions prescribed by the Board of Directors to provide a fair and reasonable opportunity to shareholders to exercise the right to acquire proportional amounts of the corporation's unissued share upon the decision of the Board of Directors to issue same. A shareholder may waive such rights, in writing.

ARTICLE IX SHAREHOLDERS AGREEMENT

The shareholders of the corporation are authorized to enter into written agreement amongst themselves in compliance with the Florida Business Corporation Act, specifically §§ 607.0731 and 607.0732 thereof. Such shareholders agreement shall be set forth in a written agreement which shall be signed by all persons who are shareholders at the time of the agreement.

ARTICLE X REGISTERED OFFICE

The street address of this corporation's initial registered office is:

c/o Wayne H. Starn
2441 Nugget Lane
Tallahassee, FL 32303

ARTICLE XI REGISTERED AGENT

The undersigned, an individual resident of the State of Florida, whose business office is identical with the initial registered office of this corporation, is hereby appointed as the Registered Agent of this corporation. The undersigned, simultaneously with his designation as Registered Agent, hereby accepts the appointment as Registered Agent for this corporation on whom process may be served. The undersigned hereby states that he is familiar with, and accepts, the obligations of the position of Registered Agent for TRI-STATE TIRE & AUTO CENTERS, INC.

Wayne H. Starn
WAYNE H. STARN, REGISTERED AGENT

ARTICLE XII INCORPORATOR(S)

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

Wayne H. Starn
2441 Nugget Lane
Tallahassee, FL 32303

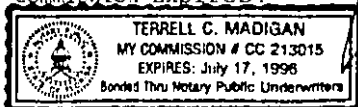
The undersigned has executed these Articles of Incorporation this 28 day of August, 1995.

Wayne H. Starn
WAYNE H. STARN, INCORPORATOR

STATE OF FLORIDA
COUNTY OF LEON

28 The foregoing Articles of Incorporation were acknowledged before me this day of August, 1995, by Wayne H. Starn, who is personally known to me.

Terrell C. Madigan
Terrell C. Madigan
Notary Public, State of Florida
My Commission Expires:



P95000066864

OFFICE USE ONLY (Document #)

Eckert & Hamann Chartered Accountants
Requestor's Name
206 S. Adams Street
Address
Shelby, MS 39301
(City, State, Zip) (Phone #)
(904) 222-2515 (Office)
(Williams)

OFFICE USE ONLY

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

1. Iri-State, Inc. & Auto Center, Inc.
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

FILED
95 OCT -6 PM 3:57
SECRET
FALL 1995

☒ Walk in

☒ Pick up time

Please call
when ready

☒ Certified Copy

☐ Mail out

☒ Will wait

☐ Photocopy

☐ Certificate of Status

NEW FILINGS	
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<input type="checkbox"/>	Resignation of N.A. Officer/Director
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REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark

Restated
Articles
38

RESTATED
ARTICLES OF INCORPORATION
OF
TRI-STATE TIRE & AUTO
CENTERS, INC.

ARTICLE I NAME

The name of the corporation shall be:

TRI-STATE TIRE & AUTO CENTERS, INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

TRI-STATE TIRE & AUTO CENTERS, INC.
c/o Jimmy D. Johnson
6302 Brushy Creek Road
Tallahassee, FL 32311

ARTICLE III DIRECTORS

The business of this corporation shall be managed by a Board of Directors and/or as set forth under any duly made shareholders agreement, consistent with law. There shall be one (1) Director initially. The number of Directors may be increased, and after such increase, decreased, pursuant to By-Laws adopted by shareholders or as set forth in any shareholders agreement. In no event shall the number of Directors be less than one (1) or more than three (3). The name and address of the Director of this corporation is:

Jimmy D. Johnson
6302 Brushy Creek Road
Tallahassee, FL 32311

ARTICLE IV DATE CORPORATE EXISTENCE BEGINS

The date when corporate existence for this corporation begins is the date when the Articles of Incorporation are first filed with the Florida Department of State.

FILED
95 OCT - 6 PM 3:51
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

ARTICLE V CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is One Thousand (1,000) shares at One Dollar (\$1.00) par value each.

ARTICLE VI GENERAL PURPOSE

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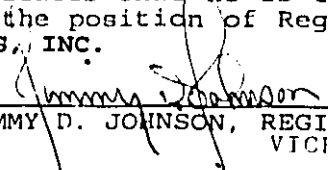
ARTICLE X REGISTERED OFFICE

The street address of this corporation's initial registered office is:

c/o Jimmy D. Johnson
6302 Brushy Creek Road
Tallahassee, FL 32311

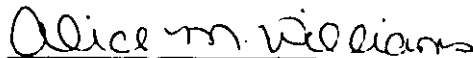
ARTICLE XI REGISTERED AGENT


The undersigned, an individual resident of the State of Florida, whose business office is identical with the initial registered office of this corporation, is hereby appointed as the Registered Agent of this corporation. The undersigned, simultaneously with his designation as Registered Agent, hereby accepts the appointment as Registered Agent for this corporation on whom process may be served. The undersigned hereby states that he is familiar with, and accepts, the obligations of the position of Registered Agent for TRI-STATE TIRE & AUTO CENTERS, INC.


JIMMY D. JOHNSON, REGISTERED AGENT /
VICE PRESIDENT

STATE OF FLORIDA
COUNTY OF LEON

The foregoing Articles of Incorporation and acceptance as Registered Agent were acknowledged before me this 6 day of October, 1995, by Jimmy D. Johnson, who is personally known to me.




Notary Public, State of Florida
My Commission Expires: 10-5-96



ALICE WILLIAMS
MY COMMISSION # CG 233190 EXPIRES
October 5, 1996
BONDED THRU TROY FARM INSURANCE, INC.

CERTIFICATE OF
RESTATED ARTICLES OF INCORPORATION
AMENDING ARTICLES OF
TRI-STATE TIRE & AUTO CENTERS, INC.

Pursuant to the provisions of Florida Statutes Section 607.1007 of the Florida Business Corporation Act, the corporation hereinafter named (the "Corporation") does hereby adopt the following attached restated Articles of Incorporation which also include and are adopted hereby, amendments to the existing Articles of Incorporation.

1. The name of the Corporation has been and remains, TRI-STATE TIRE & AUTO CENTERS, INC.

2. The following attached restated Articles of Incorporation, which are inclusive of amendments to the original Articles of Incorporation, supersede and replace all Articles of Incorporation currently on file with the Florida Secretary of State, document # P95000066864, originally filed August 29, 1995, under the name of TRI-STATE TIRE & AUTO CENTERS, INC.

3. The restated Articles of Incorporation, including the incorporated amendments therein, have been approved by the Board of Directors; no shares of the stock of the Corporation have been issued therefore no shareholder approval is required.

4. The Board of Directors of TRI-STATE TIRE & AUTO CENTERS, INC., have duly adopted and ratified the restated Articles of Incorporation with the intention that such Articles shall be henceforth considered as the Articles of Incorporation of TRI-STATE TIRE & AUTO CENTERS, INC.

5. The substantive amendments/restatements to the Articles of Incorporation are as follows:

a. Original Article II shall now read as follows:

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

TRI-STATE TIRE & AUTO CENTERS, INC.
c/o Jimmy D. Johnson
6302 Brushy Creek Road
Tallahassee, FL 32311

- b. Original Article III shall now read as follows:

ARTICLE III DIRECTORS

The business of this corporation shall be managed by a Board of Directors and/or as set forth under any duly made shareholders agreement, consistent with law. There shall be one (1) Director initially. The number of Directors may be increased, and after such increase, decreased, pursuant to By-Laws adopted by shareholders or as set forth in any shareholders agreement. In no event shall the number of Directors be less than one (1) or more than three (3). The name and address of the Director of this corporation is:

Jimmy D. Johnson
6302 Brushy Creek Road
Tallahassee, FL 32311

- c. Original Article X shall now read as follows:

ARTICLE X REGISTERED OFFICE

The street address of this corporation's initial registered office is:

c/o Jimmy D. Johnson
6302 Brushy Creek Road
Tallahassee, FL 32311

- d. Original Article XI shall now read as follows:

ARTICLE XI REGISTERED AGENT

The undersigned, an individual resident of the State of Florida, whose business office is identical with the initial registered office of this corporation, is hereby appointed as the Registered Agent of this corporation. The undersigned, simultaneously with his designation as Registered Agent, hereby accepts the appointment as Registered Agent for this corporation on whom process may be served. The undersigned hereby states that he

is familiar with, and accepts, the obligations
of the position of Registered Agent for TRI-
STATE TIRE & AUTO CENTERS, INC.

(signed by Jimmy D. Johnson)
JIMMY D. JOHNSON, REGISTERED AGENT

6. The Articles of Incorporation of TRI-STATE TIRE & AUTO CENTERS, INC., have been altered and amended with the specific intention that the following Articles herewith filed, having been duly adopted by the Board of Directors, completely supplant, supersede and replace any and all prior Articles of Incorporation on file with the Florida Department of State, pertaining to this Corporation.

The foregoing with the following attached Articles is hereby ratified, approved and adopted by the Board of Directors, pursuant to lawful authority, this 6th day of October, 1995.

TRI-STATE TIRE & AUTO CENTERS, INC.

W H Starn
WAYNE H. STARN, Incorporator

Jimmy D. Johnson
JIMMY D. JOHNSON, Director.
Vice President