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FILED
REC'D
96 MAR 28 11:44
TALLAHASSEE, FLORIDA

TIRE RESOURCE, INC.
2100 PROSPECT AVENUE
NAPLES, FL 33942

MARCH 22, 1996

Florida Dept of State
Division of Corporation
New Filings Section
P.O. Box 6327
Tallahassee, Florida 32314

RE: Tire Source, Inc.

700001761357
-03/28/96--01073--008
****122.50 ****122.50

Gentlemen:

Enclosed find original and one copy of Articles of Incorporation for Tire Source, Inc., together with my check in the sum of \$122.50 to cover cost of filing and certified copy of Articles. A stamped self-addressed envelope is enclosed for returning the certified copy.

Thank you for your prompt service.

Very truly yours,

Steven G. Humes
Steven G. Humes
Incorporator

SGH/dl

Enclosures

4/3/96

JB

FILED
MAR 22 1964
CLERK OF COURT
JUDICIAL CIRCUIT IN AND FOR
THE NINTH JUDICIAL CIRCUIT
FLORIDA

ARTICLES OF INCORPORATION
OF

TIRE SOURCE, 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:

TIRE SOURCE, INC.

ARTICLE II: PRINCIPAL OFFICE.

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

Tire Source, Inc.
3400 Prospect Avenue
Naples, Florida 33942

ARTICLE III: SHARES.

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:
Non assessable One Thousand (1,000) shares of Class A Common stock at a Par Value of One (1.00) Dollar per share.

ARTICLE IV: INITIAL REGISTERED AGENT AND STREET ADDRESS.

The name and address of the initial Registered Agent is:

Steven G. Humes
3400 Prospect Avenue
Naples, Fl 33942

ARTICLE V: INCORPORATOR.

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

Steven G. Humes
3400 Prospect Avenue
Naples, Florida 33942

The undersigned incorporator has executed these
Articles of Incorporation this 23 day of March, 1996.


Steven G. Humes, Incorporator

CERTIFICATE DESIGNATING
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501
the Florida Statutes, the undersigned corporation,
organized under the laws of the State of Florida, submit
the following statement in designating the Registered
Office/Registered Agent, in the State of Florida.

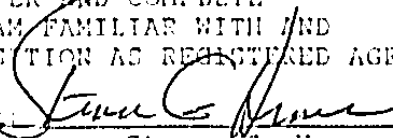
1 The name of the corporation is:

TIRE SOURCE, INC.

2 The name and address of the registered Agent
and office is:

Steven G. Humes
3400 Prospect Avenue
Naples, Florida 33942

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE
OF PROCESS OF THE ABOVE STATED CORPORATION AT THE PLACE
DESIGNATED IN THIS CERTIFICATE, 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.

Signature: 

Steven G. Humes
Registered Agent

Dated: March 22, 1996.

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