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TRANSMITTAL LETTER

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

FILED
96 MAR 27 PM 2:35
TALLAHASSEE, FLORIDA
S000001 1551009
-03/27/96--01066--016
*****70.75 *****78.75

EFFECTIVE DATE

3-25-96

SUBJECT: Chuck's Cam Discount Tires, Inc
(Proposed corporate name - must include suffix)

Enclosed is an original and one (1) copy of the articles of incorporation and a check for :

<input type="checkbox"/> \$70.00 Filing Fee	<input checked="" type="checkbox"/> \$78.75 Filing Fee & Certificate	<input type="checkbox"/> \$122.50 Filing Fee & Certified Copy	<input type="checkbox"/> \$131.25 Filing Fee, Certified Copy & Certificate
Additional Copy Required			

FROM: Charles A. Flynn III
Name (printed or typed)
2717 E. 5th Street
Address
PANAMA CITY, FL 32401
City, State & Zip
904 784-1852
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

D. BROWN APR 3 1996

RECEIVED
3-25-96

ARTICLES OF INCORPORATION
OF
CHUCK'S C&M DISCOUNT TIRES, INC.

FILED
26 MAR 27 PM 2:35
CLERK OF CIRCUIT COURT
FLORIDA

The undersigned subscribers to these Articles of Incorporation, natural persons competent to contract, hereby form a corporation for profit, under Chapter 607, Florida Statutes, and do hereby certify that it has become such corporation under and pursuant to the following Articles of Incorporation.

ARTICLE I
Name

The name of the corporation is "CHUCK'S C&M DISCOUNT TIRES, INC."

ARTICLE II
Duration

The corporation shall have perpetual existence, commencing on March 25, 1996.

ARTICLE III
General Purpose Clause

The general nature of the business or businesses to be transacted by the corporation is that of operating a retail tire and automotive repair service and to receive any contracts or assignments of contracts therefore or related thereto or connected therewith and to deal in and deal with any materials, equipment, devices or wares or anything incidental to or required for or useful in connection with the above that can be advantageously carried on in conjunction with and incidental to any of the matter aforesaid. This corporation shall also have the power to transact any lawful business for which corporations may be incorporated to do under Chapter 607, Florida Statutes and amendments or supplements thereto, and any other Florida Statutes relating to corporations for profit.

ARTICLE IV
Capital Stock

The corporation is authorized to issued one hundred (100) shares of One Cent (\$0.01) par value common stock which shall be designated as common shares.

ARTICLE V
Initial Registered Office and Agent

The address of the initial registered office of this corporation is **2717 East 5th Street, Panama City, Florida 32401**. The name of the initial registered agent of this corporation at that address will be **Charles A. Flynn III**. The principle office of this corporation is **2717 East 5th Street, Panama City, Florida 32401**.

ARTICLE VI
Initial Board of Directors and Officers

The company shall have one (1) director initially. The executive positions (office) of the director is set forth hereinbelow. The number of directors may be either increased or diminished from time to time as provided by the by-laws adopted by the stockholders. The name and address of the initial director and officer is:

Charles A. Flynn III, President/V.-President/Sec./Tres.
2717 East 5th Street
Panama City, Florida 32401

ARTICLE VII
Incorporators

Charles A. Flynn III
2717 East 5th Street
Panama City, Florida 32401

ARTICLE VIII
By-Laws

The power to adopt, alter, amend or repeal the by-laws shall be vested in the board of directors and shareholders.

ARTICLE IX
Initial Shareholders

Shares of capital stock of this corporation shall be issued initially to the following persons and in the amount set opposite their name:

Charles A. Flynn III 100 shares common stock

ARTICLE X
Powers

This corporation shall have all the corporate powers enumerated in the Florida General Corporation Act, but it may not mortgage or pledge any or all of its property or assets without shareholder approval.

ARTICLE XI
Amendment

This corporation reserves the right to amend or repeal any provision contained in these articles of incorporation or any amendment hereto by a majority vote of the board of directors and any rights conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation on the 25th day of MARCH 1996.

CHUCK'S C&M DISCOUNT TIRES, INC.

By: _____

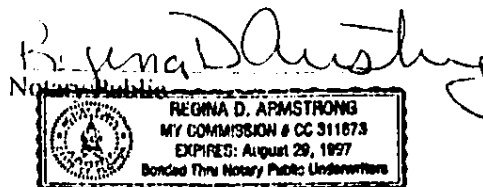
Charles A. Flynn III, Incorporator

personally known

State of Florida
County of Bay

BETTER REMEMBERED that on this 25th day of March, 1996 before me, the undersigned officer duly authorized in the State and County aforesaid to take acknowledgments and administer oaths, personally appeared **CHARLES A. FLYNN III**, who is personally known to me, the incorporator signing the articles in the above corporation and he acknowledged before me that the proposed Articles of Incorporation is the free act and deed of the incorporator and that the facts therein set are truly set forth and that he desires to associate himself pursuant to the foregoing Articles of Incorporation for the purpose of becoming a corporation under the laws of the State of Florida.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at Panama City, Florida, in the State and County aforesaid on the day and year first above written.



In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said act:


First, that **CHUCK'S C&M DISCOUNT TIRES, INC.**, desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, at Panama City, Bay County, Florida, has named **Charles A. Flynn III**, 2717 East 5th Street, Panama City, Florida 32401, as its agent to accept

service of process within this State

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CLERK OF DISTRICT COURT

ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated corporation,
at the place designated in this Certificate, I hereby accept to act in this capacity and
agree to comply with the provision of said act relative to keeping open said office.


CHARLES A. FLYNN III
Registered Agent
2717 East 5th Street
Panama City, Florida 32401