

P96000043659 Charter Number Only

5-21-96

maite Hoyos  
Requestor's Name  
1101 Brickell Ave #801  
Address  
miami, FL 33131  
City State ZIP Phone

371-2132

CORPORATION(S) NAME

G.T. TIRES, Inc.

VALIDATION ONLY

FILED  
96 MAY 22 PM 1:25  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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-05/22/96--01079--008  
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- ☒ Profit  
☐ NonProfit  
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☐ Call When Ready  
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K. CHESSEY MAY 22 1996

96 MAY 22 PM 1:12  
TALLAHASSEE, FLORIDA

Empire Toll Free: 1-800-432-3028

**ARTICLES OF INCORPORATION**

**OF**

**G.T. TIRES, INC.**

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby organizes and incorporates a corporation under the laws of the State of Florida.

**ARTICLE I**

**NAME**

The name of the corporation is: **G.T. TIRES, INC.**

**ARTICLE II**

**NATURE OF BUSINESS**

The corporation may engage in any activity or business permitted under the law of the United States or of this State.

**ARTICLE III**

**CAPITAL STOCK**

The maximum number of shares that this corporation is authorized to have outstanding at any one time is One Hundred (100) Shares of common stock having a nominal or par value of (\$1.00) per share.

**ARTICLE IV**

**INITIAL STOCK**

The amount of capital with which this corporation will begin business in One Hundred Dollars (\$100:00).

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**ARTICLE V**  
**BEGINNING OF CORPORATION EXISTENCE**

The date of corporate existence shall be the time of filing of these Articles of Incorporation with the Secretary of State.

**ARTICLE IV**  
**TERM OF EXISTENCE**

This corporation is to exist perpetually.

**ARTICLE VII**

**ADDRESS**

The initial post office address of the principal office is:

7318 Northwest 79th Terrace  
Miami, Florida 33166

**ARTICLES VIII**

**DIRECTORS**

This corporation shall have one (1) director initially. The number of directors may be increased or diminished from time to time by By-Laws adopted by the stockholders, but there shall always be at least one (1) director.

To the extent permitted by law, the corporation shall indemnify and hold harmless each person serving as director or officer of the corporation, and each person who serves at the request of the corporation as a director or officer of any other corporation from and against any and all claims and liabilities to which said person shall become subject by reason of his being a director or officer of the corporation, or by reason of any action

alleged to have been taken or omitted by him as a director or officer. The corporation shall reimburse each such person for all costs, legal and other expenses reasonably incurred by him in connection with any claims or liability as to which it shall be adjudged that such officer or director is liable to the extent permitted by law.

The rights accruing to any person under the foregoing provisions shall not exclude any other right to which he may be lawfully entitled, nor shall anything therein contained restrict the right of the corporation to indemnify or reimburse such person in any proper case even though not specifically provided for herein.

No contract or other transaction between this corporation and any other firm or corporation, and no act of this corporation shall in any way be affected or invalidated by the fact that any of the directors of the corporation are pecuniarily or otherwise interested in, or are directors or officers of such firm or corporation, provided that the fact that he is so interested shall be disclosed or shall have been known to the Board of Directors or such members thereof as shall be present at any meeting of the Board at which action upon any such contract or transaction shall be taken; and any director of the corporation who is also a director or officer of such other corporation, or is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of the corporation which shall authorize any such contract or transaction, and may vote there at

to authorize any such transaction, with the like force and effect as if he were not a director or officer of such other corporation or not so interested.

**ARTICLE IX**

**INITIAL DIRECTOR**

**GIUSEPPE APRANO**  
7318 Northwest 79th Terrace  
Miami, Florida 33166

**ARTICLE X**

**INITIAL OFFICER**

The initial officers of the corporation are as follows:

**GIUSEPPE APRANO**  
7318 Northwest 79th Terrace  
Miami, Florida 33166

**ARTICLE XI**

**INITIAL SUBSCRIBER**

The name and post office address of the subscriber to these Articles of Incorporation is **GIUSEPPE APRANO**, 7318 Northwest 79th Terrace, Miami, Florida 33166.

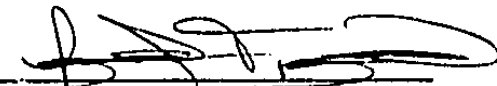
WITNESS the hand and seal of said subscriber this 15<sup>th</sup> day of May, 1996.

  
\_\_\_\_\_  
**GIUSEPPE APRANO**

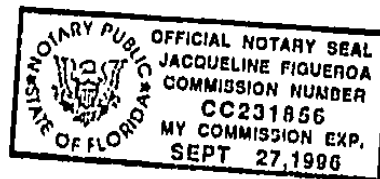
STATE OF FLORIDA     )  
                              ) SS:  
COUNTY OF DADE        )

BEFORE ME, the undersigned authority, personally appeared  
GIUSEPPE APRANO, who is to me well known to be the person  
described in and who subscribed the above Articles of  
Incorporation, and he did freely and voluntarily acknowledge before  
me, according to the law that they made and subscribed the same for  
the uses and purpose therein mentioned and set forth.

IN WITNESS WHEREFORE, I have hereunto set my hand and official  
seal at Miami, Dade County, Florida this 15<sup>th</sup> day of  
May, 1996.

  
NOTARY PUBLIC

MY COMMISSION EXPIRES:



**ARTICLE XII**

**REGISTERED OFFICE AND REGISTERED AGENT**

The Registered Agent and Registered Office of the Corporation shall be: GIUSEPPE APRANO, 7318 Northwest 79th Terrace, Miami, Florida 33166.

IN WITNESS WHEREOF, I the undersigned, being the original Registered Agent to accept service of process for the corporation hereinabove named, do hereby accept the appointment as Registered Agent for said corporation, agree to comply with the provision of said Act relative to keeping open said office and hereunto set hand and/or seal this 15<sup>th</sup> day of May, 1996.

  
\_\_\_\_\_  
GIUSEPPE APRANO

**CERTIFICATE OF DESIGNATION**

In pursuance of Chapter 607.34 Florida Statutes, the following is submitted, in compliance with said Act:

First that GIUSEPPE APRANO, desiring to organize under the laws of the State of Florida with its principal office, as indicated in the articles of incorporation at City of Miami, County of Dade, State of Florida has named GIUSEPPE APRANO, 7318 N.W. 79th Terrace, Miami, Florida 33166 County of Dade, State of Florida, as its agent to accept service of process with this state.

**ACKNOWLEDGEMENT**

Having been named to accept service of process for the above stated corporation, at 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.

  
GIUSEPPE APRANO

FILED  
95 MAY 22 PM 10 25  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA