

1201 HAYN STREET
TALLAHASSEE, FL 32301-2007
904-222-0000
904-222-0001 FAX

800-242-0086

P96000057466



PROFESSIONAL LEGAL & FINANCIAL SERVICES ACCOUNT NO. : 072100000032

REFERENCE : 013049 7110815

AUTHORIZATION Patricia Pignatelli

COST LIMIT : \$ 122.50

ORDER DATE : July 9, 1996

ORDER TIME : 10:31 AM

ORDER NO. : 013049

CUSTOMER NO: 7110815

600001887876

CUSTOMER: Ms. Roberto L. Palenzuela
ADAMS GALLINAR IGLESIAS &
PALENZUELA, P.A.
Suite 2150
701 Brickell Avenue
Miami, FL 33131

DOMESTIC FILING

NAME: AMERICAN TIRE RECYCLING
FACILITY CORP.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Cindy Helentjaris

EXAMINER'S INITIALS:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 JUL -9 PM12:27

RECORDED
96 JUL -9
DIVISION OF CORPORATIONS
7/9/96

ARTICLES OF INCORPORATION

OF

AMERICAN TIRE RECYCLING FACILITY CORP.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 JUL -9 PM 12:28

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation:

ARTICLE I

NAME

The name of the corporation is **American Tire Recycling Facility Corp.**, and its address is 12855 S.W. 136th Avenue, Suite 224, Miami, Florida 33186.

ARTICLE II

DURATION

The duration of the corporation is perpetual.

ARTICLE III

PURPOSES

The general purposes for which the corporation is organized are:

- (1) To transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act.
- (2) To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

ARTICLE IV

AUTHORIZED SHARES

The aggregate number of shares which the corporation is authorized to issue is 7,500. Such shares shall be of a single class, and shall have a par value of One Dollar (\$1.00) per share.

ARTICLE V

REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is: 701 Brickell Avenue, Suite 2150, Miami, Florida 33131 and the name of its initial registered agent at such address is Summit Corporate Services, Inc.

ARTICLE VI

DIRECTORS

The number of directors constituting the board of directors of the corporation shall be determined in accordance with the By-Laws, but shall not be less than one (1). The number of directors constituting the initial board of directors is three (3). The names and address of the persons who are to serve as members of the initial board of directors are:

Maria A. Espinosa	12855 S.W. 136th Avenue, Suite 224 Miami, Florida 33186
Berta Fidalgo	12855 S.W. 136th Avenue, Suite 224 Miami, Florida 33186
Reimundo Cuervo	12855 S.W. 136th Avenue, Suite 224 Miami, Florida 33186

ARTICLE VII

INCORPORATOR

The name and address of the incorporator is:

Summit Corporate Services, Inc.
701 Brickell Avenue, Suite 2150
Miami, Florida 33131

ARTICLE VIII

INDEMNIFICATION

The corporation shall indemnify each director, officer and shareholder of the corporation against any and all liability and expenses incurred by him in connection with or arising out of any action, suit or proceeding in which he may be involved, by reason of his being or having been an officer, director or shareholder of the corporation to the full extent permitted by the laws of the State of Florida.

Executed by the undersigned, on the 3rd day of July, 1996.

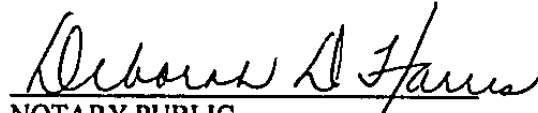


Incorporator
ROBERTO L. PALENZUELA FOR
SUMMIT CORPORATE SERVICES, INC.

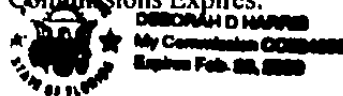
STATE OF FLORIDA)
)ss:
COUNTY OF DADE)

BEFORE ME, personally appeared Roberto L. Palenzuela, to me well known to be the person described in and who subscribed the above Articles of Incorporation and he freely and voluntarily acknowledged before me according to law that he made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, this 3rd day of July, 1996.



NOTARY PUBLIC
My Commission Expires:



ACKNOWLEDGMENT OF APPOINTMENT BY REGISTERED AGENT

Having been named the registered agent for the above corporation at the place designated in the foregoing Articles of Incorporation, I hereby accept the same and agree to act in this capacity, and agree to comply with the provisions of Florida law relative to keeping the registered office open.



ROBERTO L. PALENZUELA FOR
SUMMIT CORPORATE SERVICES, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 JUL -9 PM 12:28