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| R. E. RODRIGUEZ, P.A. 06 00 CERTIFIED PUBLIC ACCOUNTANTS 0406 NW 33RD STREET, SUITE C-103 MIAMI, FLORIDA 33160 | | 9035 03-1150/000 BRANCH 1 |
| TOTALS OF INVOICES LESS DISCOUNT LESS TOTAL DEDUCTIONS AMOUNT OF CHECK | | 09-19 96 DEPART. of State Division of Crp. 122.50/100. THE SUM OF TWO HUNDRED AND 25/100 DOLLARS |

OCEAN BANK
 1000 FLORIDA AVENUE
 MIAMI, FLORIDA 33136
Performance Wholesale, Inc.
Rafael E. Rodriguez
 ⑈009035⑈ ⑈066011392⑈ 0100238294⑈05

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FILED
 96 SEP 23 AM 11:42
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

B. REGISTER SEP 23 1996

FILED
96 SEP 23 AM 11:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF

PERFORMANCE WHEELS, INC.

The undersigned natural person, acting to form a corporation under the laws of the State of Florida that provide for the formation of a corporation for profit, with the powers, rights, privileges and immunities hereinafter mentioned, do hereby make, subscribe acknowledge and file with the Secretary of state of the State of Florida these Articles of Incorporation, and to that end set forth:

ARTICLE I

The name of the corporation shall be:

PERFORMANCE WHEELS, INC.

ARTICLE II

The initial post office address of the principal office of this corporation in the State of Florida will be:

501 N.W. SOUTH RIVER DRIVE
Miami, FL 33136

ARTICLE III

This corporation will engage in any activity or business permitted under the laws of the United States of America and of the State of Florida.

ARTICLE IV

The total number of shares of stock which this Corporation is authorized to have outstanding is defined as follows:

| <u>Class</u> | <u>No. of Shares</u> | <u>Par Value</u> |
|--------------|----------------------|------------------|
| Common | 500 | \$ 1.00 |

The amount of capital this corporation shall begin business with is:

\$ 500.00

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ARTICLE VI

This Corporation shall have perpetual existence.

ARTICLE VII

This Corporation shall have two directors initially. The number of directors may be increased or diminished from time to time, as provided by the By-laws adopted by the stockholders.

ARTICLE VIII

The name and post office address of the members of the first Board of Directors of this corporation, and who shall hold office for the first year, or until their successors are chosen shall be:

| | |
|----------------------------|----------|
| MR. JAVIER SALVADOR | DIRECTOR |
| 501 N.W. SOUTH RIVER DRIVE | |
| MIAMI, FL 33136 | |

| | |
|----------------------------|----------|
| MRS. GLADYMEL SALVADOR | DIRECTOR |
| 501 N.W. SOUTH RIVER DRIVE | |
| MIAMI, FL 33136 | |

The names and addresses of the officers of the Corporation, who shall hold office until their successors are chosen shall be:

| | |
|----------------------------|-----------|
| MR. JAVIER SALVADOR | PRESIDENT |
| 501 N.W. SOUTH RIVER DRIVE | |
| MIAMI, FL 33136 | |

| | |
|----------------------------|-----------|
| MRS. GLADYMEL SALVADOR | SECRETARY |
| 501 N.W. SOUTH RIVER DRIVE | |
| MIAMI, FL 33136 | |

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TALLAHASSEE, FLORIDA

The initial registered agent and registered office of the corporation shall be:

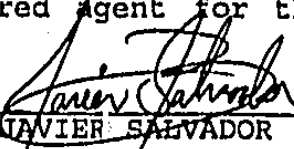
MR. JAVIER SALVADOR
501 N.W. SOUTH RIVER DRIVE
MIAMI, FL 33136

IN WITNESS WHEREOF, the undersigned, being the sole incorporator of the corporation identified above, declare that I have examined the foregoing this 20th day of September, 1996.

MR. JAVIER SALVADOR
501 N.W. SOUTH RIVER DRIVE
MIAMI, FL 33136


JAVIER SALVADOR

I, Javier Salvador, accept to be the registered agent for the Corporation.


JAVIER SALVADOR

COUNTY OF DADE)

SS:

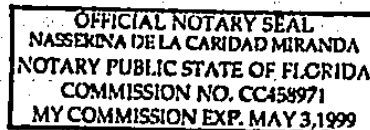
STATE OF FLORIDA)

THIS IS TO CERTIFY that on this 20th day of September, 1996 before me, a notary public, personally appeared Mr. Javier Salvador, who I am satisfied is the person named as the incorporator and executor and registered agent respectively of the foregoing Articles of Incorporation, and who by his signature in my presence has acknowledged the same as his voluntary act.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my official seal on the date given above.



Notary Public, State of Florida



My Commission expires