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FLORIDA DIVISION OF CORPORATIONS
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FROM: ACE INDUSTRIES, INC.
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NAME: BEARINGS INC. OF FLORIDA

AUDIT NUMBER.....H96000017706

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

December 26, 1998

ACE INDUSTRIES INC.

MIAMI, FL

SUBJECT: INDY BEARINGS INC. OF FLORIDA
REF: W96000026545

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FAX Aud. #: W96000017706
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ARTICLES OF INCORPORATION

H96-17706

of INDY BEARINGS INC. OF FLORIDAa CORPORATION FOR PROFIT formed under the Florida General Corporation Act.Article 1: Name of the Corporation: INDY BEARINGS INC. OF FLORIDAAddress of the Corporation: 3301 N.E. 5th AVENUE SUITE 509
MIAMI, FLORIDA 33137

Article 2: DURATION: Term of existence of the corporation is perpetual.

Article 3: PURPOSE: The Corporation may transact any and all lawful business for which corporations may be incorporated under the Laws of the UNITED STATES and the STATE OF FLORIDA.

Article 4: CAPITAL STOCK: The number of shares which the corporation has authorized to be outstanding at any one time is 100
PAR VALUE \$1.00 (Information about PAR VALUE is not required but may be included).

Article 5: REGISTERED OFFICE: The street address of the initial registered office of the corporation shall be:

3301 NORTHEAST 5th AVENUE SUITE 509, MIAMI, FLORIDA 33137
and the name of the initial registered agent at such address is MICHAEL F. DICUS

I am familiar with and hereby accept the duties and responsibilities as registered agent for said corporation

M. F. Dicus12/17/96Signature of Registered Agent
MICHAEL F. DICUS

Date

Article 6: The board of directors are as follows:

The name and address of the Initial Director: (All persons listed after the first are additional directors)

1. MICHAEL F. DICUS3301 NORTHEAST 5th AVENUE SUITE 509
MIAMI, FLORIDA 33137

Article 7: The Name and address of the Incorporator is:

MICHAEL F. DICUS3301 NORTHEAST 5th AVENUE SUITE 509
MIAMI, FLORIDA 33137

In witness whereof I have subscribed my name

M. F. DicusSignature of Incorporator
MICHAEL F. DICUSPrepared by:
ace INDUSTRIES, INC.
54 NW 11th Street
Miami, FL 33136
305-358-2571

H96-17706