

VELO TIRE, CORP.
4906 LAKE UNDERHILL RD.
ORLANDO, FLORIDA 32807
TEL. (407) 382-0430

P96000104310

December 19, 1996

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

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-12/24/96--01138--012
*****78.75 *****78.75

Subject: Velo Tire, Corp.

Enclosed is an original and one (1) copy of the Articles of Incorporation for Velo Tire, Corp. and a check for \$78.75 for filing fee and certification.

Please send acknowledgment, etc. to:

R. M. Accounting Services
29 Silver Falls Cr.
Kissimmee, Florida 34743
Tel. (407) 348-9533

FILED
96 DEC 24 AM 8:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

84 DEC 31 1996

ARTICLES OF CORPORATION
OF
VELOTIRE, CORP.

FILED
96 DEC 26 AM 8:55
TALLAHASSEE, FLORIDA

We, the undersigned, hereby associate ourselves together for the purpose of becoming a corporation under the laws of the State of Florida, providing for the formation, liabilities, rights, privileges and immunities of a Corporation for Non-profit.

ARTICLE I

NAME

The name of this corporation shall be: VELOTIRE, CORP.

ARTICLE II

PRINCIPLE PLACE OF BUSINESS AND MAILING ADDRESS

The Principle place of business address and mailing address of this corporation shall be: 4906 Lake Underhill Road Orlando, Florida 32812

ARTICLE III

GENERAL NATURE OF BUSINESS

The general nature of the business and the object and purpose proposed to transacted and carried on are to do any and all things herein mentioned as fully and to the same extent as natural persons might or could do, viz:

(a) To engage in the General Automobile Mechanic, change of Oil, motor repairs, A/C repairs service, tune up, and all automobile repairs concern including Body repairs and painting.

(b) To engage in any lawful activities, business or pursue and adopt any lawful purposes and exercise all lawful powers under the laws of the State of Florida and the United States.

(c) To do any and all things necessary, suitable, proper and convenient for the accomplishment of any of the purposes or for the attainment of any of the objects or for the exercise of any of the powers herein set forth, whether herein specified or not, either alone, or in connection with other firms, individuals or corporations, either in this state or throughout the United States, and elsewhere, and to do any other acts, thing or things, incidental or pertinent to or connected with the business or businesses herein before described, or any part or parts thereof, if not inconsistent with the laws under which this corporation is organized.

ARTICLE IV

INITIAL DIRECTORS

The names and street addresses of the members of the first Board of Directors are:

<u>NAME</u>	<u>ADDRESS</u>
JOSE RODRIGUEZ	4318 So. Semoran Blvd. Ste. A Orlando, Fl. 32822

ARTICLE V

CORPORATION AND SUBSCRIBERS

The name and street address of each person herein as a subscribed and corporate is as follows:

<u>NAMES</u>	<u>ADDRESS</u>
JOSE RODRIGUEZ	4318 So. semoran Blvd Ste. A Orlando, Fl. 32822

ARTICLE VI

REGISTERED OFFICE AND REGISTRATION AGENT

The street address of the initial registration office of this corporation in the State of Florida is 4318 So. Semoran Blvd. Orlando, Fl. 32822 and that JOSE RODRIGUEZ is designated Registered Agent is the same as that of the Registered office. The Board of Directors or Shareholders may from time to time move the registered office to any other address in Florida.

ARTICLE VII

DIRECTORS

This Incorporation shall initially have (1) directors, the number of directors may be increased or diminished from time to time by the shareholders by a vote of not less than a majority vote of the share of common stock.

ARTICLE VIII

CAPITAL STOCK

The maximum number of share of stocks that this corporation is authorized to have outstanding at any time is: 10,000 shares of common stock having a par value of \$1.00 per share.

ARTICLE IX

INITIAL CAPITAL

The amount capital with which this corporation may begin business is one hundred (\$100.00) Dollars.

ARTICLE X

CORPORATE EXISTENCE

This incorporation shall have perpetual existence.

ARTICLE XI

OFFICERS

The stockholders of this corporation shall be a president, a vice president, a secretary and a treasurer, and such other officers and agents, employees, and factors as may be deemed necessary or convenient shall be chosen in such terms and have such powers and duties as may be prescribed by the by laws or determined by the Board of Directors or by the shareholders. Any two of the above offices may be combined and any person may hold two or more offices.

ARTICLE XII

AMENDMENT

The stockholders in accordance with the law shall have the power to adopt, amend, alter, change or repeal the Article of Corporation and the shareholders shall have the right to amend the by-laws by majority vote of the shares of stock entitled to be voted.

ARTICLE XIII

AGREEMENTS

The corporation or the stockholders may include in their agreement between themselves the following as valid matters of agreements:

- (a) Any limitations or restraints upon the transferability, alienation, or assignment of stocks;
- (b) Any limitations or restraints upon the encumbrance or pledge of stock;

(c) Any agreements conferring pre-emptive rights of purpose upon stock-holders as conditions precedent to the sale of any stock;

(d) Management agreements or other employment agreements with persons who may or may not be stockholders; and

(e) Any and all such other agreements as may be reasonably necessary in the ownership, conduct or furtherance of the business of the corporation and to implement the said agreements by - laws of the corporation.

ARTICLE XIV

PRE-EMPTIVE RIGHTS

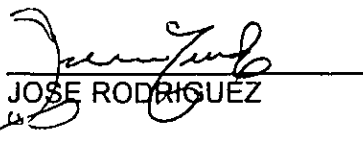
The shareholders of the corporation shall have pre-emptive rights to purchase the same kind, class or series of authorized capital common stock upon its issuance for sale.

ARTICLE XV

VOTING

Unless otherwise specifically stated in these ARTICLES OF CORPORATION all matters which must be acted or voted upon by this corporation shall be decided by the stockholders by majority of the shares entitled to be voted.

IN WITNESS of the foregoing we have hereunto set our hands and seals and acknowledge the foregoing ARTICLES OF CORPORATION, this 20th day of December of, 1995.


JOSE RODRIGUEZ

REGISTER AGENT ACCEPTING THE DESIGNATION

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



JOSE RODRIGUEZ

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STATE
TALLAHASSEE, FLORIDA