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*** SUMMARY OF FILING FEES ***
FILING FEE: \$55.00
REGISTERED AGENT : \$35.00
CERTIFIED COPY: \$52.50
CERTIFICATE OF STATUS: \$0.00
ESTIMATED CHARGE: \$122.50

FLORIDA DIVISION OF CORPORATIONS
PUBLIC ACCESS SYSTEM
ELECTRONIC FILING CONFIRMATION

12:01

YOU HAVE REQUESTED TO SUBMIT THE FOLLOWING DOCUMENT:

TYPE: EFIL01
CORPORATE NAME: STEPHENS & SONS TIRE AND REPAIR, INC.
SUB-ACCOUNT NUMBER:
METHOD OF DELIVERY: F
FAX PHONE NUMBER: (904)973-8564
MAILING NAME/ADDRESS: DAVIS, BROWING & SCHNITKER
901 W BASE ST.
MADISON

97 JAN 14 PM 3:23
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
FL 3240-0000 US

CERTIFICATE(S) REQUESTED: NO
ESTIMATED CHARGES: \$122.50

IF THE ABOVE INFORMATION IS CORRECT, AND YOU WOULD LIKE TO HAVE THE ACCOUNT CHARGED, PLEASE ENTER YOUR PASSWORD. TO ABANDON THIS PROCESS, ENTER 'N'.

1/14/97

FLORIDA DIVISION OF CORPORATIONS
PUBLIC ACCESS SYSTEM
ELECTRONIC FILING COVER SHEET

12:02

((H97000000757 9))

TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: DAVIS, BROWING & SCHNITKER
CONTACT: ANNETTE M SOWELL
PHONE: (904)973-4186

ACCT#: 075010002255

FAX #: (904)973-8564

NAME: STEPHENS & SONS TIRE AND REPAIR, INC.
AUDIT NUMBER.....H97000000757
DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.
CERT. OF STATUS..0 PAGES..... 5
CERT. COPIES.....1 DEL.METHOD.. FAX
EST.CHARGE.. \$122.50

NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE FAX AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

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ARTICLES OF INCORPORATION
OF
STEPHENS & SONS TIRE AND REPAIR, INC.

FILED
97 JAN 14 PM 3:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscribers to these Articles of Incorporation, natural persons, competent to contract, hereby executed these Articles for the purpose of forming a corporation under the laws of the State of Florida.

ARTICLE I.

NAME

The name of this corporation is STEPHENS & SONS TIRE AND REPAIR, INC.

ARTICLE II

PURPOSES AND POWERS

The general purpose or purposes for which the corporation is organized is that of operating retail establishments, and anything related thereto, and the transaction of any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes.

ARTICLE III.

AUTHORIZED SHARES OF STOCK

The aggregate number of shares which the corporation is authorized to have outstanding at any time is one thousand (1000) shares with no par value per share.

ARTICLE IV.

PREEMPTIVE RIGHTS

The shareholders of this corporation shall have preemptive rights to any stock issued after the initial

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Way A. Schnitker FIA BAR I.D. #349143

Davis, Browning & Schnitker

O Drawer 652

Madison, FL 32341

904) 973-4186

subscription designated for the incorporators of the corporation.

ARTICLE V.

EXISTENCE AND EFFECTIVE DATE

This corporation shall exist perpetually, and the commencement of corporate existence shall be the time of the filing of the Articles of Incorporation with the Department of State.

ARTICLE VI.

REGISTERED OFFICE AND RESIDENT AGENT

The registered office of the corporation shall be Highway 158, Greenville, FL 32331, and the resident agent of the corporation is Randy Stephens whose physical address is Highway 158, Greenville, Florida 32331, and whose mailing address is PO Box 779, Greenville, Florida 32331.

ARTICLE VII.

INITIAL PRINCIPAL OFFICE AND ADDRESS

The initial principal office and mailing address of the corporation is Highway 158, Post Office Box 779, Greenville, Florida 32331.

ARTICLE VIII.

INCORPORATORS

The name and address of the sole incorporator is:

NAME

ADDRESS

Randy Stephens

Highway 158
Post Office Box 779
Greenville, FL 32331

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ARTICLE IX.

DIRECTORS

There shall be no directors of this corporation, as this corporation has elected to conduct business by the stockholders, pursuant to Chapter 607, Florida Statutes.

ARTICLE X.

TRANSACTIONS WITH INTERESTED PERSON

No contract or other transaction of the corporation with any other person, firm or corporation, or in which this corporation is interested shall be affected or invalidated by

(a) The fact that any one or more of the stockholders of this corporation has an interest in or is a director, officer of stockholder of another corporation; (b) the fact that any stockholder individually or jointly with others may be a party to or may be interested in any such contract or transaction, and each and every person who may become a stockholder of the corporation is hereby relieved from any liability that might otherwise arise by reason of his contract with the corporation for the benefit of himself or any firm or corporation in which he may be anywise interested.

ARTICLE XI.

IN WITNESS WHEREOF, the said incorporator has hereunto set his hand and seal this 10th day of January, A. D. 1997.


Randy Stephens, Incorporator

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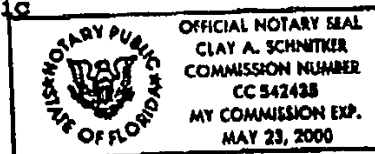
STATE OF FLORIDA
COUNTY OF MADISON

I HEREBY CERTIFY that on this day before me, an officer duly authorized in the State and County named above to take acknowledgments, personally appeared RANDY STEPHENS before me known to be the person described as the incorporator in, and who executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed to these Articles of Incorporation.

WITNESS my hand official seal in the County and State named above this 10th day of January, A. D. 1997.


Notary Public


My Commission Expires:



CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OR PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

IN COMPLIANCE WITH FLA. STAT. 48.091, THE FOLLOWING IS SUBMITTED:

STEPHENS & SONS TIRE AND REPAIR, INC., TO ORGANIZE OR QUALIFY UNDER THE LAWS OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT HIGHWAY 158, Post Office Box 779, GREENVILLE, FL 32331, HAS NAMED RANDY STEPHENS, WHOSE ADDRESS IS Highway 158, Greenville, FL 32331, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.


Randy Stephens
IncorporatorDated: January 10, 1997

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HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.


Randy Stephens
Resident Agent

Dated: January 10, 1997

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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