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LAW OFFICES
LES H. STEVENS, ESQUIRE
8551 WEST SUNRISE BOULEVARD
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PLANTATION, FLORIDA 33322
TELEPHONE: (954) 424-9404
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FILED

97 JAN 29 AM 10:22

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

January 28, 1997

Via UPS Next Day Air
Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

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****122.50 ****122.50

RE: Tread Brokers, Inc. / Incorporation
Our File No. 97-109

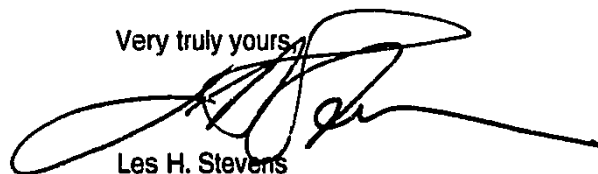
Gentlemen:

Enclosed are three (3) sets of the Articles of Incorporation for the above-referenced company, along with this firm's check in the sum of \$122.50, which represents the filing fee and fee for providing a certified copy of the filed document.

Please forward the Certificate of Incorporation to this office as soon as practicable.

Thank you for your assistance in this matter.

Very truly yours,



Les H. Stevens

LHS/ns
enclosure

2/3/97

ARTICLES OF INCORPORATION
OF
TREAD BROKERS, INC.

FILED
97 JAN 29 AM 10:22
CLERK OF STATE
TALLAHASSEE, FLORIDA

The undersigned Incorporator does hereby make, subscribe, file and acknowledge these Articles of Incorporation for the purpose of organizing a corporation under the Florida General Corporation Act.

ARTICLE I
NAME OF CORPORATION

The name of this Corporation shall be:

TREAD BROKERS, INC.

ARTICLE II
GENERAL NATURE OF BUSINESS

The general purpose for which this Corporation is organized is to engage in any lawful activity or to transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE III
AUTHORIZED SHARES

The total authorized capital stock of this Corporation shall consist of 1000 shares of Common Stock, par value \$1.00 per share.

ARTICLE IV
TERM OF EXISTENCE

This Corporation shall exist perpetually.

ARTICLE V
ADDRESS OF CORPORATION & REGISTERED AGENT

The street address of the Corporation's principal office and initial registered office of this Corporation in the State of Florida is 7614 SW 8th Court, North Lauderdale, Florida 33068, and the initial registered agent of this Corporation at that address shall be PETER P. SERENO, JR.

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ARTICLE VI
NUMBER OF DIRECTORS

This Corporation shall have a Board of Directors composed of that number of Directors determined in accordance with the provisions of the Bylaws.

ARTICLE VII
INITIAL BOARD OF DIRECTORS

The number of Directors constituting the initial Board of Directors is one; and the name and address of the initial member of the Board of Directors is:

PETER P. SERENO, JR.
7614 SW 8th Court
North Lauderdale, Florida 33068

ROBERT E. HOCHENDONER
7614 SW 8th Court
North Lauderdale, Florida 33068

ARTICLE VIII
INCORPORATOR

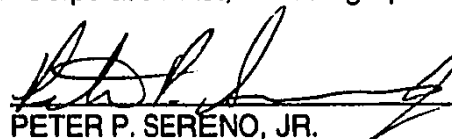
The name and street address of the person signing these Articles of Incorporation is:

PETER P. SERENO, JR.
7614 SW 8th Street
North Lauderdale, Florida 33068

IN WITNESS WHEREOF, I have hereunto subscribed my hand and seal this
28 day of JANUARY, 1997.


PETER P. SERENO, JR.

The undersigned, PETER P. SERENO, JR., named as the registered agent in Article V of these Articles of Incorporation, hereby accepts the appointment as such registered agent, and acknowledges familiarity with, and accepts the obligations imposed upon registered agents under, the Florida General Corporation Act, including specifically Section 607.325.


PETER P. SERENO, JR.

FILED

STATE OF FLORIDA)
 :
COUNTY OF BROWARD)

97 JAN 29 AM 10:22

CLERK OF THE STATE
TALLAHASSEE, FLORIDA

I hereby certify that on this day before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared PETER P. SERENO, JR. to me known to be the person described as Incorporator in, and who executed, the foregoing Articles of Incorporation and he acknowledged executing said Articles of Incorporation for the purposes therein set forth.

this ⁹⁷~~28~~ day of January, 19 97.


Notary Public

My Commission Expires:

