TRANSMITTAL LETTER

Diparty Interest States
Dipart

SUBJECT:	Weather-Tite, Inc.	47
	(proposed corporate name)	

Enclosed is an original and one (1) copy of the articles of incorporation and our check for $\frac{70^{\circ0}}{}$.

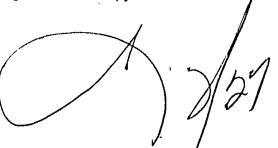
FROM:

CAROL Mc CONNELL

Name (printed or typed)
6811 HARDING STREET
Address
HOLLYWOOD, FLORIDA 33024
City, State, & Zip
(954) 987-7836
Telephone Number

900002095129--0 -02/24/97--01029--007 *****70.08 *****70.00

Note: Please provide the original and one copy of the Articles.



ARTICLES OF INCORPORATION

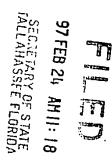
QE

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

WEATHER-TITE, INC.



ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

6811 HARDING STREET HOLLYWOOD, FLORIDA 33024

ARTICLE III CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: 500

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

CAROL H. MCCONNELL 6811 HARDING STREET HOLLYWOOD, FLORIDA 33024

ARTICLE V INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to these Articles of incorporation is(are):

CAROL H. MCCONNELL, 6811 HARDING STREET, HOLLYWOOD, FL 33024

Articles of Incorporation Filing Fee - \$35

CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of sections 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

١.	The name of the corporation is: WEATHER -TITE, INC.
2.	The name and address of the registered agent and office is:
	CAROL M. MCCONNELL
	(NAME)
	6811 HARDING STREET
	(P.O. BOX <u>NOT</u> ACCEPTABLE)
	HOLLYWOOD, FLORIDA 33024
	(CITY/STATE/ZIP)

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

DATE 2-21-97

SIGNATURE CARACTAL MCCOSCULL

SECRETARY OF STATIALLAHASSEE FLORIT

REGISTERED AGENT FILING FEE: \$35.00