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FLORIDA DIVISION OF CORPORATIO

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TO: DIVISION OF CORPORATIONS

FAX R: (904)922-4001

FROM: RICARDO MARTINEZ-CID, P.A.
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NAME: SIGNATURE TIRE INTERNATIONAL INC.

AUDIT NUMBER.....H97000005321

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

CERT. OF STATUS..0

PAGES..... 4

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FLORIDA BAR NO. 157029 / AUDIT NUMBER: H97000005321

ARTICLES OF INCORPORATION

SIGNATURE TIRE INTERNATIONAL INC.

Article I - Name

The name of this corporation is SIGNATURE TIRE INTERNATIONAL INC.

Article II - Purpose

This corporation is organized to purchase, market and sell quality tires, tubes and related automotive products in the domestic and international wholesale markets, and for all other lawful businesses.

Article III- Capital Stock

This corporation is authorized to issue Ten Thousand (10,000) shares of One and No/100 (\$1.00) Dollar par value common stock.

Article IV - Preemptive Rights

Every shareholder, upon the sale for cash of any new common stock of this corporation, shall have the right to purchase his pro-rata share (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

Article V - Initial Principal, Registered Office and Agent

The principal address of the office of this corporation is 15304 South West 53 Street, Miami, Florida 33185.

The name of the initial Registered Agent of this corporation is JOSE A. TRIAS of 301 West Park Drive #106, Miami, Florida 33172.

Article VI - Initial Board of Directors and Officers

This corporation shall have three (3) directors initially. The number of directors may either increase or diminish from time to time by the by-laws, but shall never be less than one (1). The initial directors of this corporation are JOSE A. TRIAS, of 301 West Park Drive #106, Miami, Florida 33172, JORGE L. Latorre, of 151 S.E. 15th Road, Suite C-1, Miami, Florida 33129, who will also serve as the vice-president/secretary, and MARCELINO SANCHEZ, of 15304 South West 53 Street, Miami, Florida 33185, who will also serve as president/treasurer of the corporation.

Prepared by: Ricardo Martinez-Cid
1699 Coral Way, Suite 510, Miami, Florida 33145
Telephone (305) 859-7494/ Facsimile (305) 858-2513
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Article VII - Incorporator

The names and addresses of the person signing these Articles are JOSE A. TRIAS and MARCELINO SANCHEZ, of 15304 South West 53 Street, Miami, Florida 33185.


Article VIII - Beginning of Corporate Existence

This corporation shall begin its corporate existence on the date these articles are filed with the Secretary of State.


Article IX - By-Laws

The power to adopt, alter, amend or repeal by-laws shall be vested in the Board of Directors and the shareholders.

IN WITNESS WHEREOF, the undersigned incorporated has executed these Articles of Incorporated, this April 1, 1997.



JOSE A. TRIAS



MARCELINO SANCHEZ

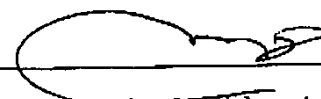
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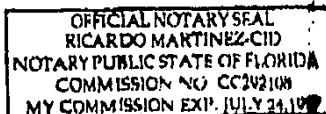
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STATE OF FLORIDA)
) SS.
COUNTY OF DADE)

BEFORE ME, the undersigned Notary Public, personally appeared JOSE A. TRIAS and MARCELINO SANCHEZ, known to me personally and known by me to be the persons who executed the foregoing Articles of Incorporation, and they acknowledged before me that they executed the same, and they did take an oath and presented their Florida diver's licenses as identification.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at Miami, Dade County, Florida, this April 1, 1997.


_____/ Notary Public
State of Florida at Large



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CERTIFICATE DESIGNATING THE ADDRESS AND
AN AGENT UPON WHOM PROCESS MAY BE SERVED

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TALLAHASSEE, FLORIDA
SECRETARY OF STATE


WITNESSETH:

That SIGNATURE TIRE INTERNATIONAL INC., desiring to organize under the laws of the State of Florida, which will have its principal office in the State of Florida, County of Dade, has named JOSE A. TRIAS, located at 301 West Park Drive #106, Miami, Florida 33172, as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named by the first Board of Directors of
SIGNATURE TIRE INTERNATIONAL INC.

to accept service of process for the above-stated corporation, at the place designated in this Certificate, I hereby agree to act in the capacity of Registered Agent for said corporation, and agree to comply with the applicable provisions of the Florida Statutes this April 1, 1997.



JOSE A. TRIAS
Registered Agent

Prepared by: Ricardo Martinez-Cid
1699 Coral Way, Suite 510, Miami, Florida 33145
Telephone (305) 859-7494 / Facsimile (305) 858-2513
FLORIDA BAR NO. 157029 / AUDIT NUMBER: 1497000005301