



THE UNITED STATES
CORPORATION
COMPANY

P97000029331

ACCOUNT NO. : 072100000032

REFERENCE : 314135 81365A

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : April 1, 1997

ORDER TIME : 10:26 AM

ORDER NO. : 314135-005

CUSTOMER NO: 81365A

CUSTOMER: Jay D. Passer, Esq
JAY D. PASSER, P.A.

Suite 322
4100 West Kennedy Boulevard
Tampa, FL 33609

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04/01/97--01075--004
*****70.00 *****70.00

DOMESTIC FILING

NAME: AIRPORT TIRE AND AUTOMOTIVE,
INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Tonya C. Holliday

EXAMINER'S INITIALS:

FILED
97 APR -1 PM12:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

4/1/97
97 APR -1 AM11:35
DIVISION OF CORPORATION
P. O. BOX 1270

**ARTICLES OF INCORPORATION
OF
AIRPORT TIRE AND AUTOMOTIVE, INC.**

FILED
97 APR -1 PM 12:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this corporation is Airport Tire and Automotive, Inc.

ARTICLE II - DURATION

The duration of the corporation is perpetual.

ARTICLE III - COMMENCEMENT OF EXISTENCE

The corporation shall commence its existence at the time that the Articles of Incorporation are filed with the Secretary of State.

ARTICLE IV - PURPOSE

This corporation is organized for the purpose of transacting any lawful business for which corporations may be incorporated under the laws of the State of Florida.

ARTICLE V - STOCK

The aggregate number of shares which the corporation is authorized to issue to shareholders is 1,000 shares. Such shares shall be of a single class and have a par value of \$1.00 per share.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The mailing address of this corporation is 5217 West Hillsboro Avenue, Tampa, Florida 33634, and the name of the initial registered agent of this corporation is TOBIAS TEDROWE, and his address is 3502 Henderson Blvd., Suite 300, Tampa, Florida 33609. He does hereby state that he accepts appointment as registered agent.



TOBIAS TEDROWE
Initial Registered Agent

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) director initially. The number of directors may be increased from time to time by the by-laws. The name and address of the initial director of this corporation is:

1. RICHARD A. PAREE - 5217 W. Hillsboro Ave., Tampa, FL 33634
2. CHARLES V. PAREE, JR. - 5217 W. Hillsboro Ave., Tampa, FL 33634

ARTICLE VIII - INCORPORATOR

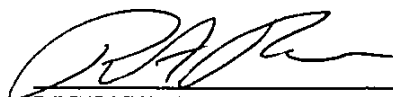
The name and address of the person signing these Articles of Incorporation as the Incorporator is:

Richard A. Paree
5217 W. Hillsboro Ave.
Tampa, FL 33634

ARTICLE IX - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation or any amendment hereto.

IN WITNESS WHEREOF, the undersigned, as Incorporator, has executed these Articles of Incorporation, this 27 day of March, 1997.



RICHARD A. PAREE
Incorporator