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4/03/97

FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: FAS-T CORP. AGENTS, INC.
CONTACT: LIDIA FERNANDEZ
PHONE: (305)599-0839

ACCT#: 071001002335

FAX #: (305)716-0346

NAME: H.B. TIRES AND AUTO CENTER, INC.

AUDIT NUMBER.....H9700005469

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

CERT. OF STATUS..1

PAGES..... 3

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DMC
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97 APR -3 PM12:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
H.B. TIRES AND AUTO CENTER, INC.

FILED
97 APR -3 PM 2:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this Corporation is H.B. Tires and Auto Center, Inc.

ARTICLE II - DURATION

This Corporation shall exist perpetually commencing on the date these Articles are filed.

ARTICLE III - PURPOSE

This Corporation is organized for the transaction of any and all lawful purpose.

ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue five hundred shares,
which said shares shall be designated as
"Common Shares"

ARTICLE V - INITIAL REGISTERED AND PRINCIPAL OFFICE AND AGENT

The street address of the initial registered and principal office of the Corporation is 860 E. 9th Street Hialeah, Florida 33010.

The name of the initial Registered Agent of this Corporation is,
Humberto Blanco.

Prepared by:
Doris H. Cardelle
13381-A SW 88th Terrace
Miami, FL 33186
(305) 385-2469

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This Corporation shall have two (2) initial directors.
The number of directors may increase from time to time by the By-Laws but shall never be less than one (1). The name and address of the Board of Directors of this Corporation is

Humberto Blanco
1732 SW 84th Court
Miami, FL 33155

Mayra Blanco
1732 SW 84th Court
Miami, FL 33155

ARTICLE VII - INCORPORATOR

The name and address of the person signing these Articles is

Humberto Blanco
1732 SW 84th Court
Miami, Florida 33155

ARTICLE VIII

This Corporation shall have all of the Corporate powers enumerated in the Florida General Corporation Act.

ARTICLE IX - AMENDMENT

This Corporation reserves the right to amend, rescind, or repeal any provisions contained in these Articles of Incorporation, and amendment thereof, and any right conferred upon the shareholders herein to this reservation.

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ARTICLE X - INDEMNIFICATION

The Corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 3rd day of April 1997.

Humberto Blanco
Humberto Blanco
President

ACKNOWLEDGEMENT:

Having been named as Registered Agent to accept service of process for the above-stated Corporation, at a place designated in these Articles of Incorporation, I hereby agree to act in that capacity, to comply with the provisions of Florida Statutes Section 48.091 and any amendments thereto, and to comply with the provisions of all other Statutes related to the proper and complete performance of my duties.

IN WITNESS WHEREOF, I have hereunto set my hand this 3rd day of April, 1997

Humberto Blanco
Humberto Blanco
Registered Agent

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