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PETER GREGORY  
ATTORNEY AT LAW

Addison Building, Suite 111B  
2 East Camino Real  
P.O. Box 4138  
Boca Raton, Florida 33429-4138  
(561) 393-0640 • Fax (561) 393-0057

April 22, 1997

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\*\*\*\*122.50 \*\*\*\*122.50

Secretary of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32301

Re: City Muffler & Tires Auto Center, Inc.

Dear Sirs:

Enclosed herewith please find original Articles of Incorporation and one copy of same for CITY MUFFLER & TIRES AUTO CENTER, INC., along with our check in the amount of \$122.50.

Kindly forward any correspondence to this office at the above address.

Thank you.

Very truly yours,

Peter Gregory, Esquire

PG:bl

Enclosures

FILED  
97 MAY 14 AM 9:20  
TALLAHASSEE, FLORIDA

mc 5/19/97

FILED

97 MAY 14 AM 9:20

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
FOR  
CITY MUFFLER & TIRES AUTO CENTER, INC.

The undersigned, a natural person, competent to contract, does hereby form a corporation under the laws of the State of Florida.

ARTICLE I

The name of the corporation is: CITY MUFFLER & TIRES AUTO CENTER, INC.

ARTICLE II

The nature of the business to be transacted by this corporation shall be any and all lawful business for corporations organized under the General Corporation Act of the State of Florida.

ARTICLE III

The corporation shall be of perpetual duration.

ARTICLE IV

The maximum number of shares that this corporation is authorized to issue and have outstanding at any time is 1,000 shares having no par value.

ARTICLE V

The amount of capital with which this corporation shall begin business is \$ 1,000.

ARTICLE VI

This corporation shall have 1 director initially, but the number may be changed from time to time by the stockholders, but at no time shall be fewer than one.

ARTICLE VII

The initial post office address of the principal office of the corporation is:

2740-A N.W. 1st Avenue  
Boca Raton, Florida 33431

but principal office may from time to time be moved to any other location in Florida.

ARTICLE IX

The initial registered agent of the corporation is:

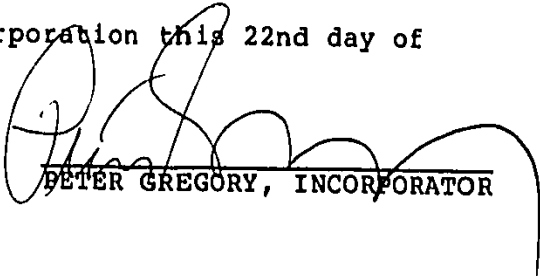
PETER GREGORY, ESQUIRE  
2 East Camino Real, Suite 111B  
Boca Raton, Florida 33429

ARTICLE X

The name and address of the initial member of the Board of Directors is:

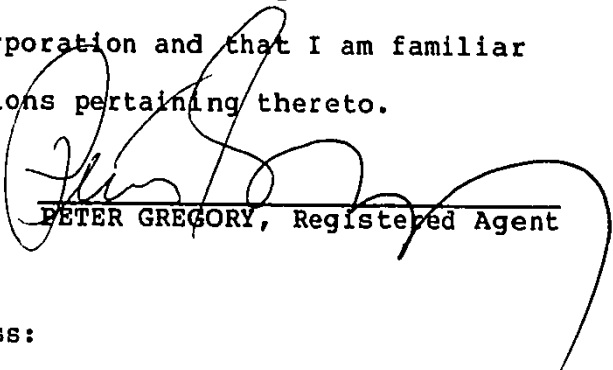
Nunzio Morano  
1200 South Ocean Blvd., Apt. C-10  
Boca Raton, Florida 33432

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 22nd day of April, 1997.

  
PETER GREGORY, INCORPORATOR

REGISTERED AGENT DESIGNATION

I HEREBY CERTIFY that I accept the designation of  
Registered Agent for the Corporation and that I am familiar  
with the duties and obligations pertaining thereto.

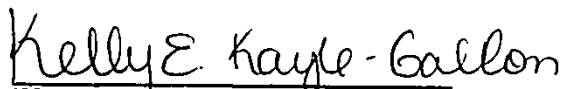
  
PETER GREGORY, Registered Agent

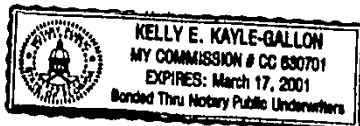
STATE OF FLORIDA                    )  
                                          ) ss:  
COUNTY OF PALM BEACH            )

I HEREBY CERTIFY that on this date, before me, a Notary  
Public, duly authorized in the State and County named above  
to take acknowledgments, did personally appear PETER GREGORY,  
to me known to be the person described as Incorporator and  
Registered Agent, and who executed the foregoing Articles  
of Incorporation and Registered Agent Designation.

WITNESS my hand and official seal this     day of  
April, 1997.

My Commission Expires:

  
NOTARY PUBLIC



FILED  
97 MAY 14 AM 9:20  
STATE  
TALLAHASSEE, FLORIDA