

P97000053398

Julio L. Rodriguez
215 10th St. West
Palmetto, FL 34221

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 JUN 16 PM 1:18

June 16, 1997

EFFECTIVE DATE
7-1-97

BUREAU OF CORPORATION RECORDS
CHARTER SECTION
DIVISION OF CORPORATION
P.O. BOX 6327
TALLAHASSEE, FL 32314

800002213458--1
-06/16/97--01153--007
*****70.00 *****70.00

THE ENCLOSED CHECK IS FOR

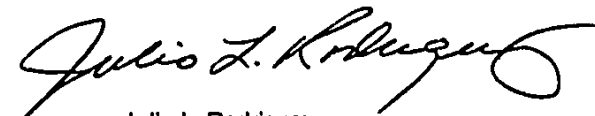
FILING FEE	\$20.00
REGISTERED AGENT	\$20.00
CHARTER DOCUMENT	\$30.00

TOTAL \$70.00

CHECK # 2977

PLEASE RETURN ALL DOCUMENTS TO THIS OFFICE.

THANK YOU.


Julio L. Rodriguez

6-17-97
WS

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DIVISION OF CORPORATIONS
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EFFECTIVE DATE
2-1-92

ARTICLES OF INCORPORATION
OF
ACTION TIRE & ROAD SERVICE II, INC.

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act hereby adopt the following articles of incorporation:

ARTICLE ONE
NAME

The name of the corporation is ACTION TIRE & ROAD SERVICE II , INC.

ARTICLE TWO
DURATION

This corporation shall commence existence as of JULY 1, 1997.

ARTICLE THREE
PURPOSE

The corporation may transact any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE FOUR
CAPITAL STOCK

The aggregate number of shares of capital stock the corporation has authority to issue is 1,000 shares, all of which shall be common shares with a par value of \$1.00 per share.

ARTICLE FIVE
PREEMPTIVE RIGHTS GRANTED

Each shareholder of any class of stock of the corporation shall be entitled to full preemptive rights to purchase his pro rata share of any unissued or treasury shares of the corporation of the same kind, class or series as that which he already holds, and any securities of the corporation convertible into or carrying a right to subscribe to or acquire shares of any such unissued

oftreasury shares at the price at which it is offered to others (without the issuance of fractional shares).

ARTICLE SIX
REGISTERED OFFICE

The address of the initial registered office of the corporation is 215 10TH ST. WEST, PALMETTO, FL. 34221, and the initial registered agent at such address is JULIO L. RODRIGUEZ.

ARTICLE EIGHT
INITIAL STOCK SUBSCRIPTIONS

The initial subscribers to the shares of stock of this corporation and the number of shares to which they have subscribed are:

JULIO L. RODRIGUEZ
215 10TH ST. WEST, PALMETTO, FL 34221

500 SHARES

ARTICLE NINE
MANAGEMENT

The business of the corporation shall be managed by the President appointed by the stockholder of the corporation.

ARTICLE TEN
INCORPORATION

The name and address of the incorporator is: JULIO L. RODRIGUEZ, 215 10TH ST. WEST, PALMETTO, FL 34221.

ARTICLE ELEVEN
AMENDMENTS

The corporation reserves the right to amend or repeal any provision contained in the Articles of Incorporation, or any amendment hereto but only by majority vote of the shareholders.

ARTICLE TWELVE
PRINCIPAL OFFICE ADDRESS

The mailing address of the principal office is: 215 10TH ST. WEST, PALMETTO, FL 34221.


JULIO L. RODRIGUEZ

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ACCEPTANCE

I agree as Registered Agent to accept service of process: to keep an office open during prescribed hours; to post my name (and any other officers of said corporation authorized to accept service of process at the above Florida designated address) in some conspicuous place in the office as required by law.


JULIO L. RODRIGUEZ

Registered Agent