

July 9, 1998

P 98000063358

SECRETARY OF STATE
CORPORATION DIVISION
409 E. Gaines Street
STATE OF FLORIDA
TALLAHASSEE, FLORIDA 32399

900002591069--7
-07/16/98--01083--010
*****122.50 *****122.50

RE: KMH TIRES, INC.

Gentlemen:

Enclosed herewith are the Articles of Incorporation together with a copy of said Articles for KMH
• TIRES, INC. and our check in the amount of \$122.50.

Respectfully submitted,

KMH TIRES, INC.

FILED
98 JUL 16 AM 7:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

F. CHESSEB JUL 20 1998

CERTIFICATE OF INCORPORATION

OF

KMH TIRES, INC.

WE, THE UNDERSIGNED, hereby associate ourselves together for the purpose of becoming a corporation under the Laws of the State of Florida, by and under the provisions of the Statutes of the said State of Florida.

ARTICLE I

The name of this corporation shall be:

KMH TIRES, INC.

ARTICLE II

The corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III

The maximum number of shares of capital stock that this corporation is authorized to have outstanding at any one time is FIVE HUNDRED (500) shares of common stock, having a par value of ONE DOLLAR (\$1.00) PER SHARE.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE IV

The amount of capital with which this corporation will begin business shall be the sum of not less than FIVE HUNDRED DOLLARS (\$500.00).

ARTICLE V

This corporation shall exist perpetually unless sooner dissolved according to law.

ARTICLE VI

The initial street address of the principal and registered office of the corporation shall be:

417 N E 28th Drive
Wilton Manors, FL 33334

ARTICLE VII

The number of Directors of this corporation shall be at least one (1) and no more than five (5).

ARTICLE VIII

The names and street addresses of the members of the first Board of Directors of this Corporation are as follows:

Kenneth M. Hall	417 N E 28th Drive Wilton Manors, FL 33334
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Mary C. Shea	417 N E 28 TH Drive Wilton Manors, FL 33334
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ARTICLE IX

The names and street addresses of the persons signing these Articles of Incorporation as subscribers are as follows:

Kenneth M. Hall

417 N E 28th Drive
Wilton Manors, FL 33334

Mary C. Shea

417 NE 28th Drive
Wilton Manors, FL 33334

ARTICLE X

The corporate existence of this corporation shall begin on the date the Articles of Incorporation are filed of record.

IN WITNESS WHEREOF, the undersigned, Kenneth M. Hall and Mary C. Shea being competent to contract, have hereunto set their hand and seal this 9 th day of July 1998.

Kenneth M. Hall
Kenneth M. Hall

Mary C. Shea
Mary C. Shea

STATE OF FLORIDA)
)SS
COUNTY OF BROWARD)

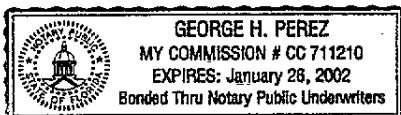
BEFORE ME, the undersigned Notary Public of the State of Florida personally appeared Kenneth M. Hall and Mary C. Shea, to me well known and known to me to be the individuals described in and who executed the foregoing Articles of Incorporation, and they acknowledged before me that they executed the same freely and voluntarily for the purpose therein expressed.

WITNESS my hand and official seal this 9th day of July, 1998.

George H. Lee
Notary Public, State of Florida

(NOTARY SEAL)

My Commission Expires:



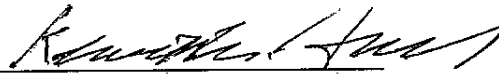
CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

FIRST: That **KMH TIRES, INC.**, desiring to organize under the Laws of the State of Florida with its principal and registered offices as indicated in the Articles of Incorporation, in the City of Wilton Manors, County of Broward, State of Florida, has named Kenneth M. Hall as its agent to accept services of process within this State.

ACKNOWLEDGEMENT

Having been named to accept services of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

By: 
Kenneth M. Hall
Resident Agent

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98 JUL 16 AM 7:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA