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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

May 14, 1999

EMPIRE

SUBJECT: EXPERT TIRE REPAIR SERVICE, INC.

REF: W99000011397

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The name of the entity must be identical throughout the document.

PLEASE NOTE, ARTICLE VII STATES TWO DIRECTORS INITIALLY, HOWEVER YOU LISTED THREE.

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Michelle Milligan Document Specialist FAX Aud. #: H99000011619 Letter Number: 899A00026801 499000011619

ARTICLES OF INCORPORATION OF EXPERT TIRE RERAIR SERVICE, INC.

The undersigned Incorporators sign the following Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida.

ARTICLE I CORPORATE NAME

The name of the corporation shall be:

EXPERT TIRE REPAIR SERVICE, INC.

ARTICLE II TERM OF EXISTENCE

The existence of the corporation shall commence upon the filing of these Articles of Incorporation by the Department of State and shall be perpetual.

ARTICLE III NATURE OF BUSINESS AND POWERS

The corporation may engage in any and all businesses and activities permitted by the laws of the State of Florida. The corporation shall have all of the powers vested in a corporation organized under and existing by virtue of such laws.

<u>ARTICLE IV</u> CAPITAL STOCK

Section 1. The maximum number of stock that this corporation is authorized to have outstanding at any time is 10,000 shares of common stock, divided into two classes, the designation and par values of each such class being, as follows:

A) 1,000 shares of Class A Common Capital Stock, having \$.01 par value; and

Document Prepared By: Ivette Halphen Leon, Esq. Florida Bar No.: 981834 Alayon & Associates, P.A. 2450 S.W. 137th Avenue, Suite 226 Miami, Florida 33175 (305) 221-2110

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B) 9,000 shares of Class B Common, Non-Voting Capital Stock, having \$.01 par value.

Section 2. All of said shares of both classes shall have equal preferences, limitations and relative rights, except that the Class B Non-Voting Capital Stock shall have no voting rights whatsoever, either individually or as a class.

ARTICLE V REGISTERED AGENT AND INITIAL REGISTERED OFFICE

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

KENNETH G. SCRIVER, JR. 5019 S.W. 90th Way Cooper City, Florida 33328-3504

ARTICLE VI MAILING ADDRESS OF THE CORPORATION

The mailing address of the Corporation is the principal office of the Corporation as of the date of execution of these Articles, and is:

P.O. Box 292531 Davie, Florida 33329-2531

ARTICLE VII BOARD OF DIRECTORS AND OFFICERS

This corporation shall have three director(s) initially. The name and address of the initial director(s) and officers of the corporation and who shall hold office until their successor is elected and qualified or until his earlier resignation or removal from office is:

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4990000 11619

GEORGE O. SCHMIDT
DIRECTOR, PRESIDENT AND TREASURER
6741 Orange Drive
Davie, Florida 33314

KENNETH G. SCRIVER, JR.

DIRECTOR AND VICE-PRESIDENT
5019 S.W. 90th Way

Cooper City, Florida 33328-3504

TONI D. SCRIVER
SECRETARY
5019 S.W. 90th Way
Cooper City, Florida 33328-3504

The number of directors may be increased or decreased from time to time pursuant to the bylaws of the corporation, but shall never be less than one.

ARTICLE VIII INCORPORATOR

The name and address of the incorporator of the corporation is:

GEORGE O. SCHMIDT 6741 Orange Drive Davie, Florida 33314

ARTICLE XI AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting by at least a majority of the stock entitled to vote thereon, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned, as the Incorporators, have executed the foregoing Articles of Incorporation this 13% day of May, 1999.

HODDO0011619

George O. Schmidt
Incorporator

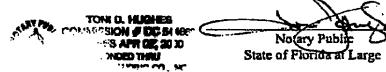
STATE OF FLORIDA

) SS:

COUNTY OF BROWARD

BEFORE ME, a Notary Public, personally appeared GEORGE O. SCHMIDT, to me known to be the person described as incorporator and who executed the foregoing Articles of Incorporation, and he acknowledged before me that he subscribed to these Articles of Incorporation for the purposes therein expressed.

WITNESS my hand and official seal at Davie, Broward County, Florida, this 13 day of May, 1999.



My Commission Expires:



Having been appointed the registered agent of EXPERT TIRE REPAIR SERVICE, INC. the undersigned accepts such appointment, agrees to act in such capacity and accepts the obligations imposed by Florida Statute: Section 607.325.

Dated this \\ \Bar{\Bar{\Bar{A}}} \ day of May, 1999.

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SECRETARY OF STATE
ALLAHASSEE FLORID.

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