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417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302 (850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

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SECRETARY OF STATE TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

G & M TIRE AND LUBE, INC.

The undersigned subscribers to these Articles of Incorporation, natural persons competent to contract, hereby form a corporation for profit, under the laws of the State of Florida.

ARTICLE I.

The name of this Corporation is G & M TIRE AND LUBE, INC.

ARTICLE II. NATURE OF BUSINESS.

The general character, purpose, and nature of business to be transacted by this Corporation is: wholesale and retail tire and lube business and any other business activities proper and legal under the laws of the State of Florida.

ARTICLE III. CAPITAL STOCK.

The maximum number of shares of stock that this Corporation is authorized to have outstanding at any time is one hundred shares of common stock, each share having a par value of \$10.00. Said authorized shares may be divided into voting and non-voting shares before issuance by action of the shareholders; provided, however, that in the event of such designation, if specifically made by the shareholders, said stock shall be deemed voting.

ARTICLE IV. INITIAL CAPITAL.

The amount of capital with which this corporation shall begin business is \$1,000.00.

ARTICLE V. TERM OF EXISTENCE.

This Corporation shall have perpetual existence.

ARTICLE VI. ADDRESS

The initial street address of the principal office of this Corporation is to be at 4995 Highway 17 South, Green Cove Springs, Florida 32043.

ARTICLE VII. RESIDENT AGENT.

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

That G & M TIRE AND LUBE, INC., desiring to organize under the laws of the State of Florida with its principal office as indicated in the Articles of Incorporation at 4995 Highway 17 South, Green Cove Springs, Florida 32043, has named GREGORY A. SHAW as agent to accept service of process within the state at the address of 4995 Highway 17 South, Green Cove Springs, Florida 32043.

ACKNOWLEDGMENT

Having been named to accept service of process for G & M TIRE AND LUBE, INC., 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.

RESIDENT AGENT GREGORY A. SHI

ARTICLE VIII.

The affairs of the Corporation shall be managed by its shareholders, rather than a Board of Directors.

ARTICLE IX. OFFICERS.

The initial officers of G & M TIRE AND LUBE, INC., who shall serve until their successors are elected are as follows:

Gregory A. Shaw, President 4995 Highway 17 South Green Cove Springs, Florida 32043

Michael D. Shaw, Vice-President 4995 Highway 17 South Green Cove Springs, Florida 32043

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TALLAHASSEE, FLORIDA

Ann M. Shaw, Secretary/Treasurer 4995 Highway 17 South Green Cove Springs, Florida 32043

ARTICLE X. SUBSCRIBER.

The name and street address of the subscriber to these Articles of Incorporation is GREGORY A. SHAW, 4995 Highway 17 South, Green Cove Springs, Florida 32043.

ARTICLE XI. EFFECTIVE DATE.

These Articles of Incorporation shall be effective on the 2nd day of June, 1999.

ARTICLE XII. AMENDMENT.

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the stockholders at a stockholder's meeting by a majority of the stockholders entitled to vote thereon, manifesting their intention that a certain amendment to these Articles be made.

IN WITNESS WHEREOF, I have hereunto set my hand and seal, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida, this ______ day of

GREGORY A SHAW

Subscriber

____, 1999.

State of Florida County of Clay

Before me, the undersigned notary public, personally appeared, GREGORY A. SHAW, to me well known to be the individual described in and first being duly sworn, executed the foregoing Articles of Incorporation and acknowledged before me that he executed the same for the purposes therein expressed. I relied upon the following form of identification: Florida Drivers License.

witness my hand and seal in the county and state above named this 2nd day of yune, 1999.

NOTARY PUBLIC

My Commission Expires:

