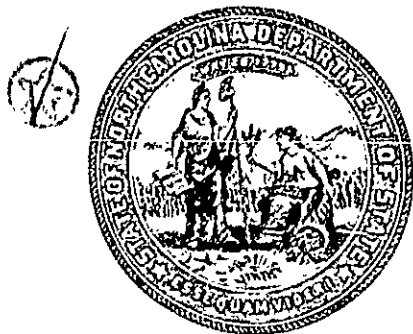


Bailey
Thos.
1906

214

38



To all to whom these presents shall come, Greeting:

I, Chad Furr, Secretary of State of the State of North Carolina, do hereby certify the following and hereto attached (SIX (6) sheets) to be a true copy of

ARTICLES OF INCORPORATION

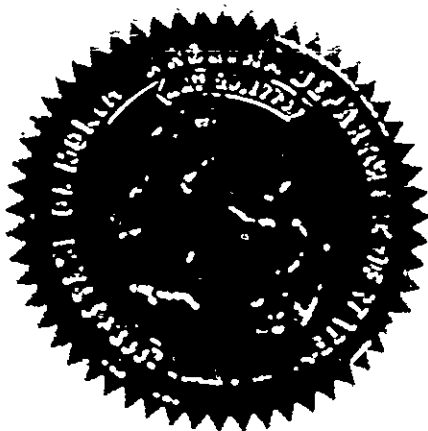
OF

H. & B. TIRE COMPANY

and the probates thereon, the original of which was filed in this office on the 29th day of January 19 70 , after having been found to conform to law.

In Witness Whereof, I have hereunto set my hand and affixed my official seal.

Done in Office, at Raleigh, this 29th day of January in the year of our Lord 19 70.



Chad Furr

Secretary of State

By *Chad Furr*
Deputy Secretary of State

EX 1156P0362

148402

ARTICLES OF INCORPORATION
OF
H. & B. TIRE COMPANY

We, the undersigned natural persons of the age of twenty-one years of age, do hereby associate ourselves into a business corporation under the laws of the State of North Carolina, as contained in Chapter 55 of the General Statutes of North Carolina entitled "Business Corporation Act", and the several amendments thereto, and to that end do hereby set forth:

I.

The name of the corporation is H. & B. Tire Company.

II.

The period of duration of the corporation shall be perpetual.

III.

The purpose or purposes for which the corporation is organized are:

1. To engage in business as jobbers and retailers of hardware of all kinds and descriptions; to buy, sell, export, import, and generally deal in railway, steamboat, manufacturers', mill, plumbers', miners', blacksmiths', steam fitters', and gas fitters' supplies; and to buy, sell, export, import, and generally deal in sheet iron, tools, cutlery, saddlery, and saddlers' goods, round and bar iron, bar and tool steel, guns, and sporting goods of all kinds and descriptions.

2. To conduct the business of a filling and service station which business shall include the dealing in gasoline and all other petroleum products; all kinds of oils and products used for motor fuel or lubrication; all

DECK 1156P0363

manner of accessories and appliances to be used on motor vehicles of every description; and the washing, polishing, and storing of motor vehicles, and in furtherance of such business to establish offices in any county, town, city, State or country, and to do any and all lawful things in and about the conduct of such business as are usual and necessary in such enterprise.

3. To conduct the business of selling automobile tires, truck tires, bicycle tires, and any and all other types of tires, including but not limited to rubber and synthetic.

4. To purchase, hold, pledge, transfer, sell or otherwise dispose of or deal in, the shares of the capital stocks, bonds, debentures, notes or other securities or evidences of indebtedness of any corporation to receive, collect and dispose of dividends, interests or other income on any such securities held by it, and do any and all acts and things tending to increase the value of said corporation; to issue bonds and secure the same by pledge or deed of trust of or upon any part of such securities or other property held or owned by the company and to sell or pledge such bonds for proper corporate purposes and in the promotion of its corporate business; to purchase, receive, hold and dispose of any securities of any person or corporation, whether such securities shall be bonds, mortgages, debentures, notes, shares of capital stock or otherwise, and in respect to any such securities, to exercise any and all rights and privileges of ownership thereof, and generally to act as investment brokers, agents or principals.

5. To borrow and lend money and negotiate loans; to draw, accept, endorse, buy and sell promissory notes, bonds, stocks, debentures, coupons and other securities; to issue on commission, subscribe for, take, acquire, hold, sell, exchange and deal in shares, stocks, bonds, obligations and

securities of any government, authority or company, to form, promote, subsidize and assist companies, syndicates or partnerships of all kinds, and to finance and refinance the same; to buy, sell, merge and acquire businesses of all types.

6. In furtherance and not in limitation of the privileges of this corporation it shall be lawful to purchase or acquire in any lawful manner, and to hold, own, mortgage, pledge, sell, lease, transfer or in any manner dispose of, and deal and trade in real estate, goods, wares, merchandise, and property of any and every class and description, and in any part of the world.

7. To do any or all of the things herein set forth to the same extent as a natural person or persons might or could do and in any part of the world, as principals, agents, contractors, trustees or otherwise and either alone or in company with others.

8. In general to carry on any other incidental business in connection therewith not forbidden by the laws of the State of North Carolina, and with the powers conferred upon corporations of this character by the laws of the State of North Carolina.

IV.

The corporation shall have authority to issue 10,000 shares of \$10.00 par value common stock.

V.

The minimum amount of consideration for its shares to be received by the corporation before it shall commence business is \$300.00 in cash or property of equivalent value.

VI.

The shareholders of the corporation shall have the preemptive right to acquire additional unissued or treasury shares of the corporation.

VII.

The address of the initial registered office of the corporation is Route 2, Rural Hall, Forsyth County, North Carolina; and the name of the initial registered agent at such address is Willis L. Bodenheimer, Jr.

VIII.

The number of Directors of the corporation may be fixed by the bylaws but shall not be less than four (4). The number of Directors constituting the initial Board of Directors shall be four (4); and the names and addresses of the persons who are to serve as such directors until the first meeting of the shareholders or until their successors are elected and qualified are:

<u>NAME</u>	<u>ADDRESS</u>
Thurman S. Hauser, Jr.	Omar Drive, Route 2 Rural Hall, North Carolina
Willis L. Bodenhamer, Jr.	Route 2 Rural Hall, North Carolina
Virginia C. Hauser	Omar Drive, Route 2 Rural Hall, North Carolina
Oleen T. Bodenhamer	Route 2 Rural Hall, North Carolina

IX.

The names and addresses of the incorporators are:

<u>NAME</u>	<u>ADDRESS</u>
Thurman S. Hauser, Jr.	Omar Drive, Route 2 Rural Hall, North Carolina

Willis L. Bodenhamer, Jr. Route 2
Rural Hall, North Carolina

Virginia C. Hauser Omar Drive, Route 2
Rural Hall, North Carolina

Oleen T. Bodenhamer Route 2
Rural Hall, North Carolina

IN WITNESS WHEREOF, we have hereunto set our hands and seals,
this the 26 day of January, 1970.

Thurman S. Hauser, Jr. (SEAL)
Thurman S. Hauser, Jr.

Willis L. Bodenhamer, Jr. (SEAL)
Willis L. Bodenhamer, Jr.

Virginia C. Hauser (SEAL)
Virginia C. Hauser

Oleen T. Bodenhamer (SEAL)
Oleen T. Bodenhamer

STATE OF NORTH CAROLINA

FORSYTH COUNTY

I, Sylvia Boles, a Notary Public of the
aforesaid County and State, do hereby certify that Thurman S. Hauser, Jr.,
Willis L. Bodenhamer, Jr., Virginia C. Hauser,
and Oleen T. Bodenhamer, each personally appeared before
me this day and acknowledged the due execution of the foregoing instrument.

Witness my hand and notarial seal, this the 26th day of January, 1970.

Sylvia Boles
Notary Public

My Commission Expires:

November 21, 1970

PRESENTED FOR
REGISTRATION
AND RECORDED
SEP 22 12 49 PM '75
EUNICE AYERS
REGISTERED EDS
FORSYTH CTY. N.C.
96 #8-80 Pd.

BOOK 1156P0368