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SECRETARY OF STATE

ARTICLES OF INCORPORATION OF B & B CUSTOM TIRE & WHEEL INC.

The undersigned Incorporator of a corporation organized under the Iowa Business Corporation Act, Chapter 496A, Code of Iowa (1989), does hereby adopt the following Articles of Incorporation for such corporation.

ARTICLE I
NAME OF THE CORPORATION

The name of the corporation shall be B & B Custom Tire & Wheel Inc. The effective date of incorporation shall be October 12, 1990.

ARTICLE II
PURPOSES

The purpose for which the corporation is organized is the transaction of any or all lawful business for which corporations may be organized under such act.

ARTICLE III
AUTHORIZED SHARES

The aggregate number of shares which this corporation shall have authority to issue is 100,000 shares of Common Stock par value $1.00 per share. Each share shall have equal rights with each other share in respect of dividends, voting and in liquidation.

Compared

Fee $25.00

FILED NO. 908
BOOK 39 PAGE 719
90 OCT 26 PM 1:06
MARY E. WELTY
RECORDER
MADISON COUNTY, IOWA

ARTICLE IV
REGISTERED OFFICE OF AGENT

The address of the initial registered office of the corporation is R.R. 1, Box 6B, Truro, IA 50257 and the name of the initial registered agent at such address is Phillip Brommel.

ARTICLE V
BOARD OF DIRECTORS

The number of directors constituting the initial Board of Directors is two (2), and the name and address of the persons who are to serve as directors until the first annual meeting of the shareholders or until their successors are elected and become qualified are:

NAME	ADDRESS
Phillip Brommel	R.R. 1 Box 6B Truro, IA 50257
Bart Brass	Winterset, IA 50273

ARTICLE VI
AMENDMENTS

The corporation reserves the right from time to time to amend, alter, repeal or to add any provision to its Articles of Incorporation, in the manner now or hereafter prescribed by law. At any meeting of the shareholders at which a proposed amendment is duly submitted in the manner prescribed by law, modifications or revisions of such proposed amendment may be submitted, voted upon and adopted at such meeting in the same manner and to the same effect as the original proposed amendment.

ARTICLE VII
BY-LAWS

The initial By-Laws of the corporation shall be adopted by its Board of Directors. The power to alter, amend or repeal the By-Laws or adopt new By-Laws shall be vested in the Board of Directors.

ARTICLE VIII
RESTRICTION ON TRANSFER OF SHARES

The By-Laws may contain any provisions restricting the transfer of shares.

ARTICLE IX
OFFICERS

Until the election and qualification of their successors, the following shall serve as officers of the corporation:

President . . . . . Phillip Brommel
Vice-President. . . . . Bart Brass
Secretary . . . . . Karen Brass
Treasurer . . . . . Joyce Brommel

ARTICLE X
EXECUTION OF WRITTEN INSTRUMENTS

All instruments executed by the corporation in writing, which are acknowledged, and which affect an interest in real estate, shall be executed by the President of the corporation or otherwise executed as provided by specific resolution of the Board of Directors. All other instruments executed by the corporation, including but not limited to release of mortgages or liens, shall be executed by the President of the corporation or

otherwise executed as provided by specific resolution of the Board of Directors.

ARTICLE XI
INCORPORATOR

The name and address of the Incorporator is:

NAME	ADDRESS
Phillip Brommel	RR. 1 Box 6B Turo, IA 50257

IN WITNESS WHEREOF, the aforesaid Incorporator has caused the execution of the foregoing Articles of Incorporation on this 6th day of October, 1990.

Phillip Brommel

STATE OF IOWA :
:ss
MADISON COUNTY :

On this 6th day of October, 1990, before me, a Notary Public in and for the State of Iowa, personally appeared Phillip Brommel, to me known to be the person named in and who executed the foregoing Articles of Incorporation, and acknowledged that he executed the same as his voluntary act and deed.

A. ZANE BLESSUM
Notary Public in and for the State of Iowa

IOWA

Receipt No. R162960

SECRETARY OF STATE

490 DP-145881
B & B CUSTOM TIRE & WHEEL INC.
C/O A. ZANE BLESSUM
113 N 1ST ST BOX 309
WINTERSET, IA 50273

ACKNOWLEDGMENT OF DOCUMENT FILED

The secretary of state acknowledges receipt of the following document from the filing party named above:

Articles of Incorporation

The document was filed on Oct. 12, 1990, at 10:40.

The amount of $50.00 was received in full payment of the filing fee.

Elaine Baxter

SECRETARY OF STATE

)15