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(813) 962-8092

April 25, 2002

Secretary of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32301

400005396564--2  
-05/01/02--01013--008  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Re: REBUILT AUTO PARTS, INC.  
Articles of Incorporation

Dear Sir or Madam:

Enclosed are several copies of the Articles of Incorporation for the above corporation. Please file one copy with your records and return the other copies to me stamped "SECRETARY OF STATE TALLAHASSEE, FLORIDA FILED \_\_\_\_\_ (DATE)."

Also enclosed is a check in the amount of \$70.00 in payment for the filing fee to incorporate this corporation. If you have any questions, please do not hesitate to call.

Very Truly Yours,



Gregg G. Heckley, Esquire

FILED STATE  
SECRETARY OF CORPORATIONS  
02 APR 30 PM 2:43

Handwritten initials and scribbles at the bottom right corner.

**ARTICLES OF INCORPORATION**

**OF**

**REBUILT AUTO PARTS, INC.**

The undersigned, for the purposes of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation.

**ARTICLE ONE**

**NAME**

The Corporation name is **REBUILT AUTO PARTS, INC.**

**ARTICLE TWO**

**DURATION**

The duration of the Corporation is perpetual.

**ARTICLE THREE**

**PURPOSE**

The Corporation may transact any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

**ARTICLE FOUR**

**CAPITAL STOCK**

The aggregate number of shares of which the Corporation has authority to issue is 10,000, all of which shall be common shares with a par value of one dollar (\$1.00) per share.

FILED  
STATE OF FLORIDA  
DIVISION OF CORPORATIONS  
02 APR 30 PM 2:13

**ARTICLE FIVE**

**PREEMPTIVE RIGHTS GRANTED**

Each shareholder of any class of stock of this Corporation shall be entitled to full preemptive rights to purchase any unissued or treasury shares of the Corporation and any securities of the Corporation convertible into or carrying a right to subscribe to or acquire any unissued or treasury shares.

**ARTICLE SIX**

**REGISTERED OFFICE**

The street address of the initial Registered Office of the Corporation is 9403 N. 14th Street, Tampa, Florida 33612, and the initial Registered Agent at such address is **ANDRE E. CORBIN**.

**ARTICLE SEVEN**

**DIRECTORS**

7.01. The initial Board of Directors of the Corporation shall consist of one (1) director.

7.02. The name and address of the first Board of Directors are:

<b>NAME</b>	<b>ADDRESS</b>
<b>ANDRE W. CORBIN . . . . .</b>	16619 Palms Royal Drive Suite 228 Tampa, Florida 33647

**ARTICLE EIGHT**

**PRINCIPAL OFFICE AND MAILING ADDRESS**

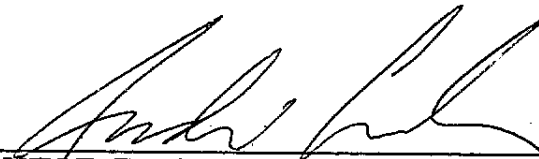
The Corporation's principal office and mailing address is 9403 N. 14th Street, Tampa, Florida 33612.

ARTICLE NINE  
INCORPORATORS

The name and address of the incorporator is:

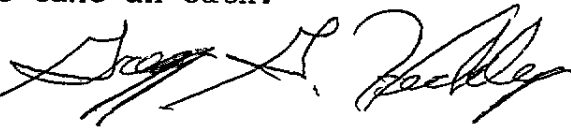
NAME	ADDRESS
ANDRE E. CORBIN	16619 Palms Royal Drive Suite 228 Tampa, Florida 33647

IN WITNESS WHEREOF, I have subscribed my name on this \_\_\_\_\_  
day of Apr 23, 2002.

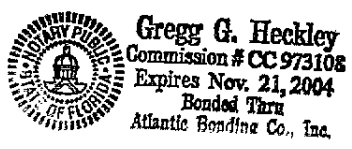
  
\_\_\_\_\_  
ANDRE E. CORBIN,  
Incorporator

STATE OF FLORIDA  
COUNTY OF HILLSBOROUGH

On this 23rd day of April, 2002,  
before me a notary public authorized in the State and County  
above named to take acknowledgments, personally appeared **ANDRE  
E. CORBIN** personally known to me to be the person described  
in or who produced a driver's license as identification and  
who executed the foregoing Articles of Incorporation, and he  
acknowledged before me that he subscribed to these Articles  
of Incorporation and he did not take an oath.

  
\_\_\_\_\_  
Notary Public

My Commission Expires:



**ACCEPTANCE OF REGISTERED AGENT**

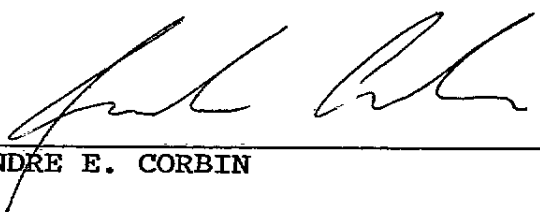
Pursuant to Florida Statute 48.091, the undersigned Registered Agent does hereby accept the duties as Registered Agent and designates as his location for service of process as:

9403 N. 14th Street

Tampa, Florida 33612

The undersigned shall serve as Registered Agent until otherwise removed or he shall resign pursuant to the laws of the State of Florida.

I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation.

  
\_\_\_\_\_  
ANDRE E. CORBIN

THE FLORIDA STATE  
DEPARTMENT OF  
CORPORATIONS  
02:11:30 PM 2:44