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ACCOUNT NO. : 072100000032

REFERENCE : 859860 4370691

AUTHORIZATION :

Patricia Pugh

COST LIMIT : \$ 70.00

ORDER DATE : October 11, 2000

ORDER TIME : 11:46 AM

ORDER NO. : 859860-050

CUSTOMER NO: 4370691

600003423366--2

CUSTOMER: Mr. Charles E. Garrison
General Parts, Inc
2635 Millbrook Road
Raleigh, NC 27604

FOREIGN FILINGS

NAME: CARQUEST AUTO PARTS OF
FORT PIERCE FL, INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Tamara Odom

FILED

00 OCT 12 PM 2:55

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED

00 OCT 12 PM 12:51

SECRETARY OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

F00-5725
QR

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA**

*IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.*

1. CARQUEST Auto Parts of Fort Pierce FL, Inc.
(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. North Carolina 3. Applied for
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 9/12/00 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. Will begin transacting business after application is approved.
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. P.O. Box 26006
Raleigh, NC 27611
(Current mailing address)

8. Wholesale and retail sales of automotive parts and supplies and any other lawful business.
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. **Name and street address of Florida registered agent:** (P.O. Box or Mail Drop Box **NOT** acceptable)

Name: Corporation Service Company

Office Address: 1201 Hays Street

Tallahassee, Florida, 32301
(Zip code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Corporation Service Company

By: [Signature]

(Registered agent's signature)

BRIAN COURTNEY ASST VP

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and addresses of officers and/or directors: (Street address **ONLY** - P.O. Box **NOT** acceptable)

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TALLAHASSEE, FLORIDA

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A. DIRECTORS (Street address only - P.O. Box NOT acceptable)

Chairman: See attached officers/directors rider

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS (Street address only - P.O. Box NOT acceptable)

President: See attached officers/directors rider

Address: _____

Vice President: _____

Address: _____

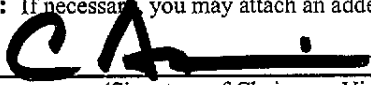
Secretary: _____

Address: _____

Treasurer: _____

Address: _____

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. 
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Charles E. Garrison, Secretary
(Typed or printed name and capacity of person signing application)

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**ATTACHED TEXT
OF
OFFICERS AND DIRECTORS**

OFFICERS:

Wayne D. Lavrack, President	2635 Millbrook Road, Raleigh, NC 27604
William D. Kuykendall, VP	2635 Millbrook Road, Raleigh, NC 27604
Frederick S. Kotcher, VP	2635 Millbrook Road, Raleigh, NC 27604
Charles E. Garrison, Secretary	2635 Millbrook Road, Raleigh, NC 27604
Richard B. Guirlinger, Treasurer	2635 Millbrook Road, Raleigh, NC 27604
J. Hines Johnson III, Asst. Secretary	2635 Millbrook Road, Raleigh, NC 27604

DIRECTORS:

Frederic S. Kotcher	2635 Millbrook Road, Raleigh, NC 27604
Wayne D. Lavrack	2635 Millbrook Road, Raleigh, NC 27604
Charles E. Garrison	2635 Millbrook Road, Raleigh, NC 27604

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NORTH CAROLINA

Department of The Secretary of State

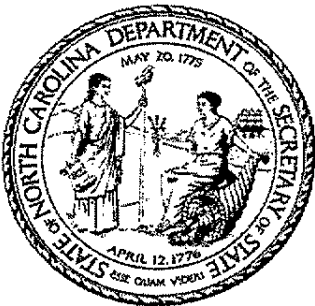
CERTIFICATE OF EXISTENCE

I, **ELAINE F. MARSHALL**, Secretary of State of the State of North Carolina, do hereby certify that

CARQUEST AUTO PARTS OF FORT PIERCE FL, INC.

is a corporation duly incorporated under the laws of the State of North Carolina, having been incorporated on the 12th day of September, 2000, with its period of duration being Perpetual.

I **FURTHER** certify that, as of the date set forth hereunder, the said corporation's articles of incorporation are not suspended for failure to comply with the Revenue Act of the State of North Carolina; that the said corporation is not administratively dissolved for failure to comply with the provisions of the North Carolina Business Corporation Act; that its most recent annual report required by N.C.G.S. 55-16-22 **has been** delivered to the Secretary of State; and that the said corporation has not filed articles of dissolution as of the date of this certificate.



IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at the City of Raleigh, this 6th day of October, 2000.

Elaine F. Marshall

Secretary of State