ACCOUNT NO. :

072100000032

REFERENCE

AUTHORIZATION

70.00

ORDER DATE: February 13, 2001

COST LIMIT

ORDER TIME: 11:43 AM

ORDER NO. : 002541-025

CUSTOMER NO:

4370691

500003677535--6

CUSTOMER:

Mr. Charles E. Garrison

General Parts, Inc 2635 Millbrook Road

Raleigh, NC 27604

FOREIGN FILINGS

NAME:

CARQUEST AUTO PARTS OF

CERVANTES FL, INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

CONTACT PERSON: Norma Hull -- EXT# 1115

EXAMINER:

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA I. CARQUEST Auto Parts of W. Cervantes 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.)	Ì
2. North Carolina 3. Applied for	
(State or country under the law of which it is incorporated) (FEI number, if applicable)	
4. 9-11-00 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)	
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 it 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 pervice Company By: (Registered agent's signature) 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 which it is incorporated.	t

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

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. (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
William D. Kuykendall, VP
Frederick S. Kotcher, VP
Charles E. Garrison, Secretary
Richard B. Guirlinger, Treasurer
J. Hines Johnson III, Asst. Secretary

2635 Millbrook Road, Raleigh, NC 27604 2635 Millbrook Road, Raleigh, NC 27604

DIRECTORS:

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



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 W.CERVANTES FL, INC.

is a corporation duly incorporated under the laws of the State of North Carolina, having been incorporated on the 11th 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 8th day of February, 2001.

Plaine I. Marshall

Secretary of State

Certification Number: 5469399-1 Page: 1 of 1 Ref. # 4561274

Verify this certificate online at www.secretary.state.nc.us/Verification.