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ACCOUNT NO. : 072100000032

REFERENCE : 489897 4370691

AUTHORIZATION

Patricia Pizot

COST LIMIT : \$ 78.75

FILED
01 SEP 18 PM 3:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : September 18, 2001

ORDER TIME : 12:49 PM

ORDER NO. : 489897-085

4000004597224--3

CUSTOMER NO: 4370691

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

Raleigh, NC 27604

BK

FOREIGN FILINGS

NAME: CARQUEST AUTO PARTS OF
ORLANDO EAST FL, INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jeanine Reynolds -- EXT# 1133

EXAMINER: _____

RECEIVED
01 SEP 18 PM 12:57
DEPARTMENT OF STATE
DIVISION OF ORGANIZATION
TALLAHASSEE, FLORIDA

TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: CARQUEST AUTO PARTS OF ORLANDO EAST FL, INC.
(Name of corporation - must include suffix)

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Ritchie W. Taylor, Esq.
(Name of Person)

Manning, Fulton & Skinner P.A.
(Firm/Company)

PO Box 20389
(Address)

Raleigh, NC 27619-0389
(City/State and Zip code)

For further information concerning this matter, please call:

Ritchie W. Taylor at (919) 787-8880
(Name of Person) (Area Code & Daytime Telephone Number)

STREET ADDRESS:

Registration Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Enclosed is a check for the following amount:

- | | | | |
|---|---|---|---|
| <input type="checkbox"/> \$70.00 Filing Fee | <input checked="" type="checkbox"/> \$78.75 Filing Fee &
Certificate of Status | <input type="checkbox"/> \$78.75 Filing Fee &
Certified Copy | <input type="checkbox"/> \$87.50 Filing Fee,
Certificate of Status &
Certified Copy |
|---|---|---|---|

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

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TALLAHASSEE, FLORIDA
SECRETARY OF STATE

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 ORLANDO EAST 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. 8/28/2001 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. Upon Qualification
(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.")
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 2635 E. Millbrook Road, Raleigh, NC 27604
(Principal office address)
PO Box 26006, Raleigh, NC 27611
(Current mailing address)
The wholesale and retail sales and distribution of aftermarket automotive parts.
8. _____
(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
(City) (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

BRIAN COURTNEY, ASST. V.P.

(Registered agent's signature)

ASST. V.P.

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 business addresses of officers and/or directors:

A. DIRECTORS

Chairman: See attached officers/directors rider

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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TALLAHASSEE, FLORIDA

B. OFFICERS

President: See attached officers/directors rider

Address: _____

Vice President: _____

Address: _____

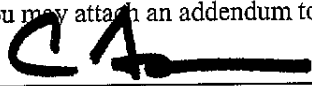
Secretary: _____

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)

**ATTACHED TEXT
OF
OFFICERS AND DIRECTORS**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Wayne D. Lavarack, President	2635 Millbrook Road, Raleigh, North Carolina 27604
Frederic S. Kotcher, Vice President	2635 Millbrook Road, Raleigh, North Carolina 27604
Charles E. Garrison, Secretary	2635 Millbrook Road, Raleigh, North Carolina 27604
Frederic S. Kotcher, Director	2635 Millbrook Road, Raleigh, North Carolina 27604
Wayne D. Lavarack, Director	2635 Millbrook Road, Raleigh, North Carolina 27604
Charles E. Garrison, Director	2635 Millbrook Road, Raleigh, North Carolina 27604



NORTH CAROLINA

Department of The Secretary of State

CERTIFICATE OF EXISTENCE

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

CARQUEST AUTO PARTS OF ORLANDO EAST FL, INC.

is a corporation duly incorporated under the laws of the State of North Carolina, having been incorporated on the 28th day of August, 2001, 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 7th day of September, 2001.

Elaine F. Marshall
Secretary of State