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W96-18679

August 30, 1996

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-09/05/96 --01085 --003
*****70.00 *****70.00

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

To Whom It May Concern:

Enclosed please find an Application by Foreign Corporation for Authorization to Transact Business in Florida, and a check for same.

If further information is needed, please do not hesitate in contacting the undersigned.

Thank you for your cooperation.

Sincerely,

Melissa A. Haiss

Melissa A. Haiss
Corporate Services

enc.

96 SEP 23 AM 9:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

HA/24



FLORIDA DEPARTMENT OF STATE

Sandra B. Morthum
Secretary of State

September 9, 1996

MILLION PARTS WAREHOUSE, INC.
4129 HOLIDAY DR.
FLINT, MI 48507

SUBJECT: MILLION PARTS WAREHOUSE, INC.
Ref. Number: W96000018679

We have received your document for MILLION PARTS WAREHOUSE, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The entity's period of duration must be listed on the application. Please insert the word "perpetual", if a specific date of dissolution or term of existence has not been specified.

The date first transacted business in Florida within the meaning of s. 607.1501 or 608.501, F.S., must be set forth in section 6 of the application. If the corporation/limited liability company has not yet transacted business in Florida within this meaning, please insert the words "upon qualification" in lieu of a date. (Note: Pursuant to s. 607.1502(4), F.S., this office collects a civil penalty of \$1000 for each year other than the application filing year, that a foreign corporation or limited liability company transacts business in this state without authority along with the past annual report fees due this office.)

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6093.

Freta Lott
Corporate Specialist Supervisor

Letter Number: 196A00041716

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. Million Parts Warehouse, Inc.
(Name of corporation: the word "INCORPORATED," "COMPANY," or "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. Michigan
(State or country under the law of which it is incorporated)

3. 8/13/90 4. Perpetual
(Date of Incorporation) (Duration)

5. 38-2944760
(Federal Employer Identification number, if applicable)

6. Upon Qualification
(Date first transacted business in Florida. See sections 607.1501, 607.1502, and 817.155, F.S.)

7. 4129 Holiday Dr., Flint, MI 48507
(Current mailing address)

8. Warehouse Distribution
(Corporate purpose and nature of business in which it is engaged in Florida)

9. Names and addresses of officers and or directors:

A. Directors:

Chairman: James M. Christensen

Address: 4129 Holiday Dr.
Flint, MI 48507

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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TALLAHASSEE, FLORIDA
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B. Officers:

President: James M. Christensen
Address: 4129 Hurlbury Dr.
Flint, MI 48507

Vice President: _____
Address: _____

Secretary: _____
Address: _____

Treasurer: _____
Address: _____

(If needed, you may attach an addendum to the application listing additional officers and/or directors.)

- 10. Name and Street address of Florida registered agent:

Name: Scott B Iseler
Office Address: 5002 W Beaver Street
Jacksonville, Florida 32254
Zip Code

11. Registered agent's acceptance:

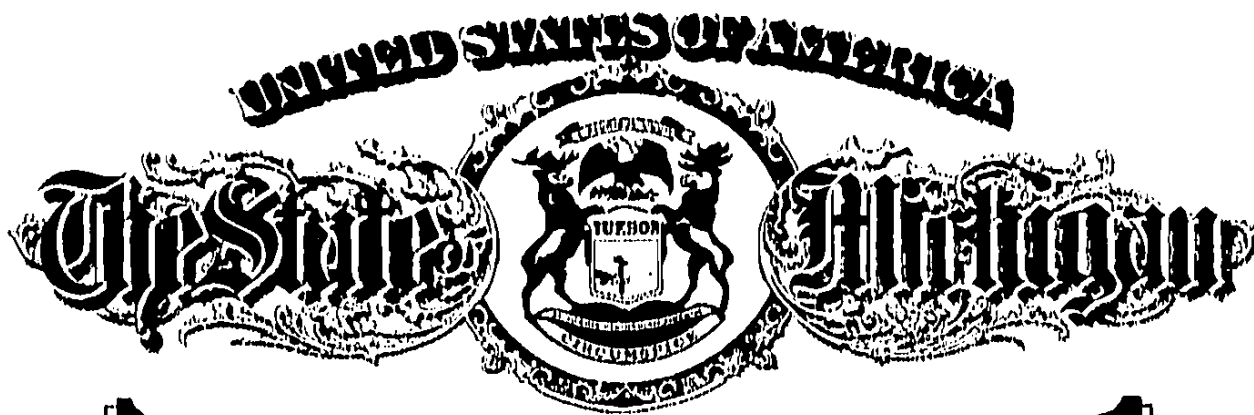
Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative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

Registered agent's signature: [Signature]

12. 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.

- 13. [Signature]
(Signature of Chairman, Vice Chairman, or any officer listed in number 9 of the application)

14. James M. Christensen, Pres
(Name and capacity of person signing application)



Michigan Department of Consumer and Industry Services

Lansing, Michigan

This is to Certify That

MILLION PARTS WAREHOUSE, INC.

was validly incorporated on August 13, 1990, as a Michigan profit corporation, and said corporation is validly in existence under the laws of this State.

This certificate is issued to attest to the fact that the corporation is in good standing in this office as of this date and is duly authorized to transact business or conduct affairs in Michigan and for no other purpose. It is in the usual form, made by me as the proper officer, and is entitled to have full faith and credit given it in every court and office within the United States.

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In testimony whereof, I have hereunto set my hand and affixed the Seal of the Department, in the City of Lansing, this 7th day of August, 1996.

, Director