

F97000006415

FILING COVER SHEET

ACCOUNT NUMBER: ECA000000014

REFERENCE: 0158. 1128

DATE: 12-5-97

CONTACT NAME: CINDY HICKS

REQUESTOR NAME: CORPORATE & CRIMINAL RESEARCH SERVICES  
103 N. MERIDIAN STREET, LOWER LEVEL  
TALLAHASSEE, FL 32301

TELEPHONE: 904-222-1173

AUTHORIZATION: Cindy Hicks

CORPORATION NAME: ATC Distribution Group, Inc

DOCUMENT NUMBER:  
(if known) \_\_\_\_\_

100002363941--1

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WR  
12/5

- ARTICLES OF INCORPORATION
- ARTICLES OF AMENDMENT
- ARTICLES OF DISSOLUTION
- ANNUAL REPORT
- TRADEMARK/SERVICE MARK
- FICTITIOUS NAME
- CERT. OF AUTHORITY
- LIMITED PARTNERSHIP
- LIMITED LIABILITY
- REINSTATEMENT
- UCC 1
- UCC 3

- CERTIFIED COPY
- CERTIFICATE OF STATUS
- PLAIN STAMPED COPY

COST LIMIT  
70.00

- CALL WHEN READY
- CALL IF PROBLEM
- AFTER 4:30
- WALK IN
- WILL WAIT
- PICK UP
- MAIL OUT

RECEIVED  
97 DEC -5 AM 10:57  
DIVISION OF CORPORATION

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. ATC Distribution Group, 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. Delaware (State or country under the law of which it is incorporated)
3. 36-4175382 (FEI number, if applicable)
4. July 18, 1997 (Date of Incorporation)
5. Perpetual (Duration: Year corp. will cease to exist or "perpetual")
6. Upon qualification (Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.)
7. 900 Oakmont Lane, Suite 100 Westmont, IL 60559 (Current mailing address)

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8. Distributor of automotive parts. (Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

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

Name: NRAI Services, Inc.

Office Address: 526 E. Park Avenue

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.

SEE ATTACHED

(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 of which it is incorporated.

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

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1. ATC Distribution Group, 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. \_\_\_\_\_ (State or country under the law of which it is incorporated)      3. \_\_\_\_\_ (FEI number, if applicable)

4. \_\_\_\_\_ (Date of Incorporation)      5. \_\_\_\_\_ (Duration: Year corp. will cease to exist or "perpetual")

6. \_\_\_\_\_ (Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.))

7. \_\_\_\_\_  
\_\_\_\_\_  
(Current mailing address)

8. \_\_\_\_\_  
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

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C. Baclet      C. Baclet  
(Registered agent's signature)      Vice President

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.

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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.

Address: \_\_\_\_\_

Vice Chairman: \_\_\_\_\_

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

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

President: See Attached.

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

14. Secretary and Vice President.  
(Typed or printed name and capacity of person signing application)

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**Directors and Officers  
of  
ATC Distribution Group, Inc.**

Directors:

Stephen J. Perkins  
Aftermarket Technology Corp.  
900 Oakmont Lane, Suite 100  
Westmont, IL 60559

Officers:

Chief Executive Officer:

Stephen J. Perkins  
Aftermarket Technology Corp.  
900 Oakmont Lane, Suite 100  
Westmont, IL 60559

President:

Wesley N. Dearbaugh  
Aftermarket Technology Corp.  
900 Oakmont Lane, Suite 100  
Westmont, IL 60559

Secretary and Vice President:

Joseph Salamunovich  
Aftermarket Technology Corp.  
900 Oakmont Lane, Suite 100  
Westmont, IL 60559

Chief Financial Officer and  
Assistant Secretary:

Daniel C. Buie  
Aftermarket Technology Corp.  
900 Oakmont Lane, Suite 100  
Westmont, IL 60559

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State of Delaware  
Office of the Secretary of State

PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "ATC DISTRIBUTION GROUP, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE FIRST DAY OF DECEMBER, A.D. 1997.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97DEC-5 PM 1:05



*Edward J. Freel*

Edward J. Freel, Secretary of State

2774996 8300

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AUTHENTICATION:

8782182

DATE:

12-01-97