



THE UNITED STATES  
CORPORATION  
COMPANY

L000000014641

ACCOUNT NO. : 072100000032

REFERENCE : 909734 4320229

AUTHORIZATION :

*Patricia Pigato*

COST LIMIT : \$ 125.00

FILED  
00 NOV 28 PM 4:01  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ORDER DATE : November 27, 2000

ORDER TIME : 10:31 AM

ORDER NO. : 909734-010

CUSTOMER NO: 4320229

1000003478501--3

CUSTOMER: Ms. Ralphaelita Upshaw  
Kilpatrick Stockton, Llp

Suite 2800  
1100 Peachtree Street  
Atlanta, GA 30309

DOMESTIC FILING

NAME: PLUS AUTO PARTS, LLC

EFFECTIVE DATE:

ARTICLES OF INCORPORATION  
CERTIFICATE OF LIMITED PARTNERSHIP  
XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY  
XX PLAIN STAMPED COPY  
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Sandra Mathis - EXT. 1165

EXAMINER'S INITIALS: \_\_\_\_\_

RECEIVED  
00 NOV 28 AM 11:32  
DIVISION OF CORPORATION

*BK 11/28*

**ARTICLES OF ORGANIZATION  
OF  
PLUS AUTO PARTS, LLC**

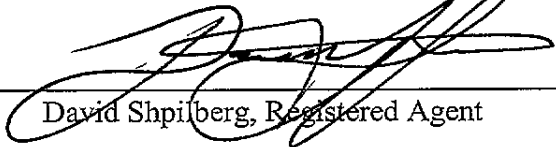
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TALLAHASSEE, FLORIDA

**Article 1. Name.** The name of the Limited Liability Company is Plus Auto Parts, LLC (the "Company").

**Article 2. Principal Office.** The mailing address of the initial principal office of the Company is 20801 Biscayne Blvd., Suite 403, Aventura, FL 33180.

**Article 3. Registered Office and Agent.** The initial registered office of the Company is located at 20801 Biscayne Blvd., Suite 403, Aventura, Miami-Dade County, Florida 33401. The initial registered agent of the Company at its registered office is David Shpilberg.

*Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608 of the Florida Statutes.*

  
\_\_\_\_\_  
David Shpilberg, Registered Agent

**Article 4. Organizer.** The name and address of the authorized representative for the Managing Member is:

Jason S. Bazar  
Kilpatrick Stockton LLP  
1100 Peachtree Street, N.E., Suite 2800  
Atlanta, Georgia 30309

**Article 5. Management of the Company.** The management of the Company is vested in one or more Managers of the Company, in accordance with the Operating Agreement of the Company.

**IN WITNESS WHEREOF,** the undersigned organizer and authorized representative of the Managing Member of the Limited Liability Company has executed these Articles of Organization this 20th day of November, 2000.

  
\_\_\_\_\_  
Jason S. Bazar, Authorized Representative of  
the Managing Member

Suite 2800  
1100 Peachtree Street  
Atlanta, GA 30309  
404/815-6500