

**L9600000801**

**FILED**  
JUL 30 PM 3:07  
TALLAHASSEE, FLORIDA

Rose, Sundstrom, Bentley  
Requestor's Name

\_\_\_\_\_  
Address

Till / FL / 32 877-6555  
City/State/Zip Phone #

Office Use Only

**CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):**

- A-ABEL AUTO PART, L.C.  
(Corporation Name) (Document #) **600001911296**  
**-08/02/96--01/02/96--0002**  
**\*\*\*\*285.00 \*\*\*\*285.00**
- \_\_\_\_\_  
(Corporation Name) (Document #)
- \_\_\_\_\_  
(Corporation Name) (Document #)
- \_\_\_\_\_  
(Corporation Name) (Document #)

- ☒ Walk in ☒ Pick up time \_\_\_\_\_ ☐ Certified Copy  
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

308, 502, 1127, 671  
-W96-15275  
Call when ready  
877-6555  
Browyn

596A 000 35300

Examiner's Initials \_\_\_\_\_



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

July 22, 1996

ROSE SUNDSTROM ETAL

TALLAHASSEE, FL

SUBJECT: A-ABEL AUTO PARTS, L.C.  
Ref. Number: W96000015275

We have received your document for A-ABEL AUTO PARTS, L.C. and check(s) totaling \$285.00. However, your check(s) and document are being returned for the following:

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 438-9000.

An affidavit is required pursuant to section 608.407(2), Florida Statutes, declaring the following: (1) the limited liability company has at least two members; (2) the actual amount of cash contributions; (3) the agreed value of any property other than cash contributed; and (4) the total amount of cash or property anticipated to be contributed by the members.

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) 487-6919.

Beth Register  
Corporate Specialist Supervisor

Letter Number: 596A00035300

ARTICLES OF ORGANIZATION  
OF  
A-AABLE AUTO PARTS, L.C.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE I: NAME

The name of this limited liability company is A-Aable Auto Parts, L.C. (hereinafter referred to as "Company") whose address is: 3600 Boggy Creek Road, Kissimmee, Fl 34744

ARTICLE II: DURATION

The Company shall remain in existence for thirty years.

ARTICLE III: PURPOSE

The Company is organized to transact any lawful business permitted for limited liability companies organized under Chapter 608 of the Florida Statutes "Florida Limited Liability Companies" and for the purpose of manufacturing, purchasing or otherwise acquiring, and to own, mortgage, pledge, sell, assign, transfer or otherwise dispose of, and to invest in, trade in, deal in goods, wares, merchandise, real and personal property and services of every class, kind and description, and to carry on any business which can be advantageously pursued in conjunction with or incidental to any of the above purposes and with the specific intent of providing the members and managers with the protection from personal or individual liability afforded them under (1987) Chapter 608.436 Florida Statutes and (1987) Chapter 608.462 Florida Statutes.

ARTICLE IV: MEMBERS OWNERSHIP AND MANAGEMENT

The ownership of the Company is vested with the members as set forth below and management is reserved to its members.

ARTICLE V: INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Company is 3600 Boggy Creek Road, Kissimmee, Fl 34744 and the name of the initial registered agent of the Company is Bill Boyd.

ARTICLE VI: MEMBERS

The names, addresses and capital contributions of each member of the Company are, and there will always be two members:

Bill Boyd	\$500.00
1401 Pine Island Road	
Kissimmee, Fl 34744	

D.L. Allen	\$500.00
1403 Grandview Blvd.	
Kissimmee, Fl 34744	

ARTICLE VII: TRANSFER OF OWNERSHIP

The ownership interest of any member of the Company may be transferred to a non-member who shall retain only rights regarding distribution of profits and income, however, a transferee may participate in management decisions only upon becoming a member of the Company with the unanimous written consent of all members in the Company. In the event of the death, retirement, resignation, expulsion, bankruptcy or dissolution of any member, the Company may continue to operate upon the unanimous written consent of all members in the Company.

ARTICLE VIII: ADDITIONAL MEMBERS

Additional members may be added to the Company only with the unanimous consent and written amendment executed by all members in the Company.

ARTICLE XI: AMENDMENT

The Company reserves the right to amend or repeal any provisions contained in these Articles of Organization, or any amendment thereto, and any right conferred upon the members is subject to this reservation. These Articles of Organization may be amended by a written amendment executed by all members of the Company.

IN WITNESS WHEREOF, the undersigned members have executed these Articles of Organization this 19th day of July, 1996.

Bill Boyd  
Bill Boyd

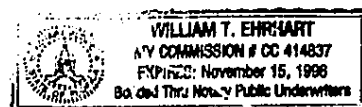
D. L. Allen  
D. L. Allen

STATE OF FLORIDA)  
COUNTY OF OSCEOLA)

Before me, a notary public authorized to take acknowledgements in the State and County set forth above, personally appeared Bill Boyd and D. L. Allen and I relied upon D.L. # 2300-227-41-464-0 and D.L. # A-450172490610 respectively identifying them as the persons who executed the foregoing Articles of Organization, and he acknowledged before me that they executed these Articles of Organization.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 19th day of July, 1996.

William T. Ehrhart  
Notary Public  
My Commission Expires:



REGISTERED AGENT CERTIFICATE

In pursuance of Chapters 48.091 and 607.415 and 608.416, Florida Statutes, the following is submitted:

FIRST: THAT A-Able Auto Parts, L.C. desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 3600 Boggy Creek Road, Kissimmee, Fl 34744 in the County of Osceola, State of Florida, has named Bill Boyd as its agent to accept service of process within the State of Florida.

  
Bill Boyd

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SECOND: Having been named to accept service of process for the above stated limited liability company at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties and I also affirm and acknowledge that I am aware of the duties and responsibilities of a registered agent.

  
Bill Boyd

**ASSIGNMENT**

The undersigned, ROBERT CLARKE SPENCER, individually and as director and officer of Able Auto Parts, Inc., in consideration of \$10.00 and other valuable consideration to him paid by Florida Sterling Investment, Ltd., Assignee, does hereby assign, sell, release and convey to Assignee all right, title, and interest in and to the name "Able Auto Parts" and do further acknowledge and agree that Assignee, and its agents, Walter L. Madlin and John F. Kelly, or either of them, shall have the absolute right to incorporate or reinstate a Florida corporation under the name "Able Auto Parts, Inc." or any variation thereof.

IN WITNESS WHEREOF Assignor has hereunder set his hand and seal this 29<sup>th</sup> day of July, 1996.

W.G. Boyd  
Witness

W.G. Boyd  
(Print Name)

Robert C. Spencer  
ROBERT CLARKE SPENCER

Donna L. Allen  
Witness

Donna L. Allen  
(Print Name)

ABLE AUTO PARTS, INC., a Florida corporation.

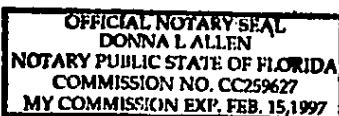
By: Robert C. Spencer

Robert Clarke Spencer,  
officer and director

STATE OF FLORIDA

COUNTY OF OSCEOLA

The foregoing instrument was acknowledged before me this 29<sup>th</sup> day of July, 1996, by Robert Clarke Spencer, individually and as officer and director of Able Auto Parts, Inc., on behalf of the corporation.



Donna L. Allen  
Notary Public

Donna L. Allen  
(Print Name)

ASSIGNMENT

The undersigned, WALTER L. MEDLIN, in consideration of \$10.00 and other valuable consideration paid to him does hereby assign, sell, release and convey to Assignee all right, title and interest in and to the name "Ablo Auto Parts" and does further acknowledge and agree that Assignee and its agents, Bill Boyd and D.J. Allen, or either of them, shall have the absolute right to incorporate or reinstate a Florida corporation under the name "Ablo Auto Parts, Inc." or any variation thereof.

IN WITNESS WHEREOF, Assignor has hereunder set his hand and seal this 30th day of July, 1996.

Scott F. Allen  
Witness SCOTT F. ALLEN

Walter L. Medlin  
Walter L. Medlin

Martin S. Friedman  
Witness MARTIN S. FRIEDMAN

STATE OF FLORIDA  
COUNTY OF OSCEOLA

The foregoing instrument was acknowledged before me this 30th day of July, 1996 by Walter L. Medlin.

Martin S. Friedman  
Notary

