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(Requestor's Name)

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(Address)

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SECRETARY OF STATE
ALLAHABAD, INDIA

2005 APR 21 P 12:05

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First copy to RA
Signature of RA
Cert

TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: U-Pick-A-Part LLC
(Name of Limited Liability Company)

The enclosed "Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida," Certificate of Existence, and check are submitted to register the above referenced foreign limited liability company to transact business in Florida..

Please return all correspondence concerning this matter to the following:

Mr. Norbert C. Geiss
(Name of Person)

U-Pick-A-Part LLC
(Firm/Company)

300 Pike Street
(Address)

Cincinnati, Ohio 45202
(City/State and Zip Code)

For further information concerning this matter, please call:

Mary Jo Colebrook at (513) 345-4408
(Name of Person) (Area Code & Daytime Telephone Number)

STREET ADDRESS:
Registration Section
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

MAILING ADDRESS:
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Enclosed is a check for the following amount:

☐ \$125.00 Filing Fee ☐ \$130.00 Filing Fee & Certificate of Status ☐ \$155.00 Filing Fee & Certified Copy ☒ \$160.00 Filing Fee, Certificate of Status & Certified Copy

FILED
2005 APR 21 P 2:05
SECRETARY OF STATE
TALLAHASSEE, FL 32314



The David J. Joseph Company

April 15, 2005

VIA FEDERAL EXPRESS
(850) 245-6051

Florida Department of State
Division of Corporations
Attention: Diane Cushing
409 E. Gaines Street
Tallahassee, FL 32399

RE: REGISTRATION OF FOREIGN LIMITED LIABILITY COMPANY U-PICK-A-PART LLC

Dear Diane:

Please find enclosed a Transmittal Letter, a signed Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida indicating the managing member, and a signed Certificate of Designation of Registered Agent/Registered Office. An original Certificate of Good Standing from the Secretary of State of Delaware will be sent to you under separate cover by CT Corporation. The filing fees for the registration of U-Pick-A-Part LLC as a foreign limited liability company in Florida were sent to you in my letter dated April 8, 2005. Please return the certified file stamped copies to my attention using the Fed-Ex number listed below. If you have any questions, please call me at (513) 345-4408.

Very truly yours,

THE DAVID J. JOSEPH COMPANY
Mary Jo Colebrook, Esq.
Manager Contract & Claims Administration
300 Pike Street
Cincinnati, Ohio 45202

Fed-Ex Number - 1007-3714-0

Enclosures

Executive and
General Offices 300 Pike Street
Cincinnati, Ohio 45202-4214
(513) 621-8770
(513) 345-4363 Fax

Mail Address P.O. Box 1078
Cincinnati, Ohio 45201-1078

District Offices Birmingham Houston Portland
Charleston Omaha Salt Lake City
Chicago Philadelphia St. Louis
Cincinnati Pittsburgh

CT CORPORATION

April 20, 2005

Diane Cushing
Florida Department of State
Division of Corporations
409 East Gaines Street
Tallahassee FL 32399

Re: Order #: 6345857 SO
Customer Reference 1:
Customer Reference 2:

Dear Diane Cushing:

Per your instructions, enclosed are the following document(s) as issued by the referenced jurisdiction(s):

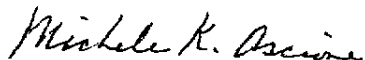
U-Pick-A-Part LLC (DE)
Certificate of Good Standing (Short Form)-Domestic
Delaware

If you have any questions concerning this order, please contact:

Patricia Pellissier
Cincinnati Corporate Team 1
Phone: (513) 621-3697
Email: Patricia_Pellissier@cch-lis.com

Thank you for this opportunity to be of service.

Sincerely,



Michele K Ascione
Wilmington Fulfillment Team 3
Michele_Ascione@cch-lis.com

Corporation Trust Center
1209 Orange Street
Wilmington, DE 19801
Tel. 866 809 1133
Fax 302 655 2480



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

April 13, 2005

NORBERT C. GEISS
U-PICK-A-PART LLC
300 PIKE STREET
CINCINNATI, OH 45202

SUBJECT: U-PICK-A-PART LLC
Ref. Number: W05000018649

We have received your document for U-PICK-A-PART LLC and your check(s) totaling \$160.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain the name, title, and business address of each managing member or manager who will manage the foreign limited liability company in the state of Florida. Please insert "MGRM" in the title portion for each managing member and "MGR" in the title portion for each manager.

The registered agent must sign accepting the designation.

A certificate of existence or a certificate of good standing, dated no more than 90 days prior to the delivery of the application to the Department of State, duly authenticated by the secretary of state or other official having custody of the records in the jurisdiction under the laws of which it is incorporated/organized, must be submitted to this office. A translation of the certificate under oath of the translator must be attached to a certificate which is in a language other than the English language. A photocopy of this certificate is not acceptable.

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 (850) 245-6913.

Diane Cushing
Document Specialist

Letter Number: 305A00025244

**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO
TRANSACT BUSINESS IN FLORIDA**

IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:

1. U-Pick-A-Part LLC
(Name of Foreign Limited Liability Company)

2. Delaware 3. 55-0891845
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)

4. 3/14/2005 5. Perpetual
(Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual")

6. _____
(Date first transacted business in Florida, if prior to registration.)
(See sections 608.501 & 608.502 F.S. to determine penalty liability)

7. U-Pick-A-Part LLC
300 Pike Street, Cincinnati, Ohio 45202
(Street Address of Principal Office)

8. If limited liability company is a manager-managed company, check here ☐

9. The name and usual business addresses of the managing members or managers are as follows:

The David J. Joseph Company (MGRM)

300 Pike Street

Cincinnati, Ohio 45202

10. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of records in the jurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted.)

11. Nature of business or purposes to be conducted or promoted in Florida: The business of the Company

shall be to engage in the business of self-serve used auto parts sales and recycling & any other related activities.

Signature of a member or an authorized representative of a member.

(In accordance with section 608.408(3), F.S., the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

Norbert C. Geiss

Typed or printed name of signee

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is:

U-Pick-A-Part LLC

2. The name and the Florida street address of the registered agent and office are:

C T Corporation System		
(Name)		
1200 South Pine Island Road		
Florida Street Address (P.O. Box NOT ACCEPTABLE)		
Plantation	FL	33324
City/State/Zip		

SECRETARY OF STATE
ALLAHSEE, FLORIDA

2005 APR 21 P 12:05

FILED

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, Florida Statutes.

C T Corporation System
By: Stacia L. Taylor
(Signature)
Stacia L. Taylor, Ass't. Secretary

\$ 100.00	Filing Fee for Application
\$ 25.00	Designation of Registered Agent
\$ 30.00	Certified Copy (optional)
\$ 5.00	Certificate of Status (optional)

Delaware

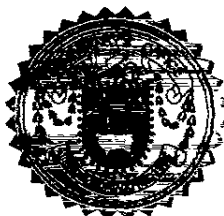
PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "U-PICK-A-PART LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE FIFTEENTH DAY OF APRIL, A.D. 2005.

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

FILED
2005 APR 21 P 12:05
SECRETARY OF STATE
ALLAHASSEE, FLORIDA



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

3939177 8300

AUTHENTICATION: 3816521

050308364

DATE: 04-15-05