

P000000 22804

A Plus Auto Parts Supplier, Inc.
605 N.W. 53rd Ave., A-11-B
Gainesville, Florida 32609

December 15, 1999

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

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*****78.75 *****78.75

RE: A Plus Auto Parts Supplier, Inc.

Dear Mr. or Ms.:

Enclosed please find the original and one copy of the Articles of Incorporation for A Plus Auto Parts Supplier, Inc. along with the registered agent acceptance and a check in the amount of \$78.75 for the Filing Fee, Registered Agent Designation and one Certified Copy.

Thank you,


Berrisford Smith
Incorporator

FILED
00 FEB 28 AM 7:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION
FOR
A PLUS AUTO PARTS SUPPLIER, INC.

ARTICLES I. NAME

The name of the corporation shall be:

A Plus Auto Parts Supplier, Inc.

The principal place of business of the corporation shall be 605 N.W. 53rd Ave., A-11-B, Gainesville, Florida 32609
The mailing address of the corporation shall be 605 N.W. 53rd Ave., A-11-B, Gainesville, Florida 32609.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawfull activities or business permitted under the laws of the United States, the State of Florida or any other state, country or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock having \$1.00 par value per share.

ARTICLE IV. ADDRESS

The street address of the initial registered office of the corporation shall be 605 N.W. 53rd Ave, A-11-B, Gainesville, Florida. and the name of the initial registered agent of the corporation at that address is Berrisford Smith.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE V. BOARD OF DIRECTORS

The business affairs of this corporation shall be managed by the Board of Directors. This corporation shall have one Director initially. The number of Directors may be increased or decreased from time to time, by the By-Laws.

The names and addresses of the person or persons who are to serve as Directors until their successor or successors are elected and have qualified are:

<u>NAME</u>	<u>ADDRESS</u>
Berrisford Smith	605 N.W. 53rd Ave., A-11-B Gainesville, FL 32609

ARTICLE VI. BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and the Shareholders.

ARTICLE VII. TERM OF EXISTENCE

The corporation is to exist perpetually.

ARTICLE VIII. PREEMPTIVE RIGHTS

Every shareholder upon the sale for cash of any new stock of this corporation of the kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof at a price which is offered to others.

ARTICLE IX. SPECIAL PROVISIONS

It is the intent of the incorporator that the corporation will qualify under section 1244 of the Internal Revenue Code and that the corporation will file as an "S" Corporation.

ARTICLE X. OFFICERS

The name and address of the initial officer of the Corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

<u>NAME</u>	<u>ADDRESS</u>
Berrisford Smith President	605 N.W. 53rd Ave Gainesville, FL 32609
Sharlene Heyward Secretary/Treasurer	605 N.W. 53rd Ave Gainesville, FL 32609

ARTICLE XI. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

Berrisford Smith
605 N.W. 53rd Ave., A-11-B
Gainesville, FL 32609

ARTICLE XIII. AMENDMENTS

These Articles of Incorporation may be amended at a special meeting of the membership called for the purpose by a majority vote of those present, after notice in writing of the exact wording of the proposed amendment at two regularly scheduled meetings.

ARTICLE XIV. DISSOLUTION

In the event of dissolution, the assets of the Corporation shall be distributed to the stockholders.

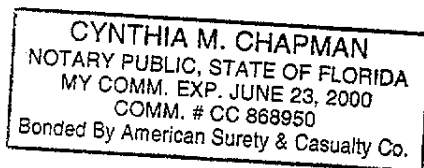
Berrisford Smith
Berrisford Smith, Incorporator

State of Florida
County of Alachua

Before me a Notary public duly authorized in the state and county above named to take acknowledgments, personally appeared Berrisford Smith well known to me to be the person described as a subscriber in and who executed the foregoing Articles of Incorporation and he acknowledges before me that he executed and subscribed to these Articles of Incorporation.

Witness my hand and official seal in the county and state named above this 15th day of Dec., 1999.

Cynthia M. Chapman
Notary Public
State of Florida



ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for A Plus Auto Parts Supplier, Inc., the place designated in Article Six of its Articles of Incorporation, 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 accept the duties and obligations of Section 607.325 Florida Statutes.

Berrisford Smith
Berrisford Smith

12-15-99
Date

FILED
00 FEB 28 AM 7:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA