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JOHN T. CHANDLER

Attorney at Law

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Secretary of State
Corporate Division
The Capitol
Tallahassee, FL 32304

4000003176794--6
-03/21/00--01009--014
****122.50 *****78.75

Re: Worldwide Used Auto Parts, Inc.
Global Used Auto Parts, Inc.

Gentlemen:

I am enclosing herewith an original and a copy of two Articles of Incorporation for the above-named corporations. Please file the documents for such name as is available, utilizing the order set forth above. You may discard the documents for the name not used.

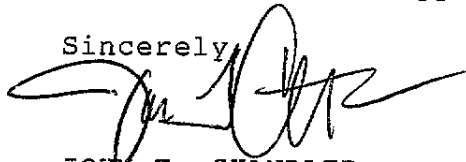
A check in the sum of \$122.50 is enclosed, which represents the following fees:

Filing fee	\$ 35.00
Certified copy	52.50
Registered agent fee	35.00
<u>TOTAL</u>	<u>\$122.50</u>

Please file the original Articles of Incorporation and return a certified copy to the undersigned.

Your prompt attention to this matter would be appreciated.

Sincerely,



JOHN T. CHANDLER

JTC/jw

Enclosures

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 MAR 20 PM 6:16

3/23/00

ARTICLES OF INCORPORATION

OF

WORLDWIDE USED AUTO PARTS, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

00 MAR 20 PM 6:16

BY THESE ARTICLES OF INCORPORATION the incorporator forms a corporation for profit under Florida law.

1. NAME. The name of the corporation is Worldwide Used Auto Parts, Inc.

2. TERM. The corporation shall exist perpetually. Corporate existence shall begin when these articles are filed with the Department of State.

3. PURPOSE. The purpose of this corporation is to transact any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes.

4. CAPITAL STOCK. This corporation is authorized to issue 100 shares of common stock of a par value of \$1.00 per share. The board of directors may dispose of the authorized but unissued stock from time to time, but every shareholder may purchase his prorata share, as near as can be done without the issuance of fractional shares, on the sale for cash of any previously unissued or new stock of this corporation at the same price at which it is offered to others.

5. REGISTERED AGENT. The initial registered agent for this corporation is David M. Guidebeck, and the initial registered office is located at 2901 Orange Avenue, Fort Pierce, FL 34947.

6. CORPORATE ADDRESS. The corporation's initial principal office is located at 2901 Orange Avenue, Fort Pierce, FL 34947, and the mailing address is 2901 Orange Avenue, Fort Pierce, FL 34947.

7. DIRECTORS. This corporation shall have two directors initially. The number of directors shall be fixed by the bylaws.

8. INITIAL DIRECTORS. The name and address of the first board of directors, who shall hold office until the first annual meeting of stockholders, is:

David M. Guidebeck
8606 Brookline Avenue
Fort Pierce, FL 34951

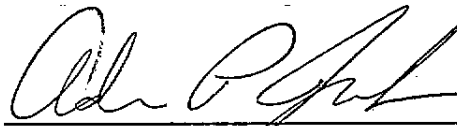
and

Adam P. Johnson
1942 SE Hillmoor Drive, Apt. 189
Port St. Lucie, FL 34952.

9. INCORPORATOR. The name and address of the incorporator is Adam P. Johnson, 1942 SE Hillmoor Dr., Apt. 189, Port St. Lucie, FL 34952.

10. AMENDMENT OF ARTICLES. This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendments thereto, and any right conferred upon the shareholders is subject to this reservation.

Dated this 17th day of March, 2000.

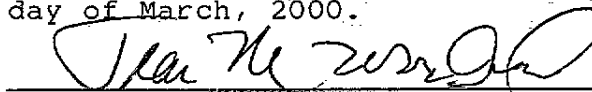
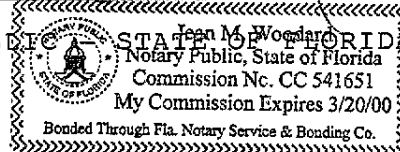

ADAM P. JOHNSON

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 MAR 20 PM 6:16

STATE OF FLORIDA
COUNTY OF ST. LUCIE

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State and County aforesaid to take acknowledgments, personally appeared ADAM P. JOHNSON, who was identified by FL Driver License, who executed the foregoing instrument and who acknowledged before me that he executed the same.

WITNESSETH my hand and official seal in the County and State last aforesaid this 17 day of March, 2000.


NOTARY PUBLIC  Jean M. Woodard
Notary Public, State of Florida
Commission No. CC 541651
My Commission Expires 3/20/00
Bonded Through Fla. Notary Service & Bonding Co.

CONSENT OF REGISTERED AGENT

Having been named as registered agent for this corporation at the office designated in the foregoing Articles of Incorporation, the undersigned accepts the designation.


DAVID M. GUIDEBECK