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P01000011841

January 26, 2001

Secretary of State
Division of Corporations
Corporate Records Bureau
Room 2001, The Capitol
Tallahassee, FL 32301

Re: Advance Auto Holdings, Inc.

Dear Sir/Madam:

200003617682--2
-01/31/01--01051--001
*****70.00 *****70.00

Please find enclosed the original and one copy of the fully executed Articles of Incorporation of Advance Auto Holdings, Inc., together with my check payable to your order in the sum of $70.00 to cover the cost of filing the Articles and the registered agent's fee.

As usual, thanks for your prompt and efficient service.

Very truly yours,

ALAN E. GREENFIELD

encls: (as stated)

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ARTICLES OF INCORPORATION

OF

ADVANCE AUTO HOLDINGS, INC.

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ARTICLE I

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NAME: The name of this corporation is: **ADVANCE AUTO HOLDINGS, INC.**

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ARTICLE II

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COMMENCEMENT OF EXISTENCE: This corporation shall commence to exist on the date filed with the Secretary of State.

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ARTICLE III

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PURPOSE: This corporation is organized for the purpose of transacting any and all lawful business permitted under the laws of the United States and of the State of Florida.

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ARTICLE IV

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CAPITAL STOCK: This corporation is authorized to issue 1000 shares of $.50 par value common stock, which shall be the only class of shares.

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ARTICLE V

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PRE-EMPTIVE RIGHTS: Every shareholder upon the sale for cash of any new stock of this corporation of the same kind, or class of service as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

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ARTICLE VI

INITIAL REGISTERED OFFICE AND AGENT: The street address of the principal office of this corporation is 4060 NW 24th Street, Miami, FL 33142. The name of the initial registered office and initial registered agent of this corporation is **ALAN E. GREEN FIELD, Esq.,** 2600 Douglas Road, Suite 911, Coral Gables, FL 33134.

ARTICLE VII

INITIAL BOARD OF DIRECTORS AND OFFICERS: This corporation shall have at least one director. The name and address of the initial director is Haissam Elannan, 4060 NW 24th Street, Miami, FL 33142. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one. The initial officers are: Haissam Elannan - president and secretary-treasurer and Jose Passariello - Vice-President, both of 4060 NW 24th Street, Miami, FL 33142.

ARTICLE VIII

INCORPORATOR: The names and address of the person signing these Articles of Incorporation, as an incorporator is:

ALAN E. GREEN FIELD, Esq.   2600 Douglas Road, Suite 911, Coral Gables, FL 33134

ARTICLE IX

INDEMNIFICATION: The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

IN WITNESS WHEREOF, the undersigned subscribed have executed these Articles of Incorporation, this 26ᵗʰ day of January, 2001.

_____
ALAN E. GREEN FIELD

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CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHICH PROCESS MAY BE MADE.

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

FIRST, that **Advance Auto Holdings, Inc.,** with its principal office, located at 4060 NW 24th Street, Miami, FL 33142 has named **ALAN E. GREENFIELD, ESQ.,** located at 2600 Douglas Road- Suite 911, Coral Gables, FL 33134, as its agent to accept service of process within this state.

Having been named to accept service of process for the above-stated corporation, at the place designate in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act.

ALAN E. GREEN FIELD
Registered and Resident Agent

01 JAN 31 AM 10: 17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
FILED