

P05000158863

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Amend  
SP

Attorneys at Law  
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351 Airport Pulling Road North  
Naples, Florida 34104  
(239)775-8889 Fax: (239)775-3820

JEFFREY C. QUINN  
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307 Airport Pulling Road North  
Naples, Florida 34104  
(239)643-6263 Fax: (239)643-5243

## **LAW OFFICES**

### **McGOWAN, LUCARELLI & QUINN, P.A.**

December 22, 2005

Corporate Records Bureau  
Division of Corporations  
Department of State  
Post Office Box 6327  
Tallahassee, Florida 32314

Re: Macias & Sons Auto Parts, Inc.

Dear Sir:

In reference to the above, please find enclosed the following:

1. Amended Articles of Incorporation of Macias & Sons Auto Parts, Inc.
2. Designation of Registered Agent.
3. Check in the amount of \$78.75 covering the following:

a. Amendment Filing Fee	\$ 35.00
b. Registered Agent Fee	\$ 35.00
c. Certified Copy	\$ 8.75

Please file the original, certify the copy, and return same to this office.

Sincerely,

McGOWAN, LUCARELLI & QUINN, P.A.

*Annette M. Parr*

Annette M. Parr, Legal Assistant to:  
JEFFREY C. QUINN

JCQ/amp

Enclosures: (as stated)



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

December 29, 2005

Annette M. Parr, Legal Asst.  
Law Offices of McGowan Lucarelli & Quinn  
307 Airport Pulling Road North  
Naples, FL 34104

SUBJECT: MACIAS & SONS AUTO PARTS, INC.  
Ref. Number: P05000158863

We have received your document for MACIAS & SONS AUTO PARTS, INC. and check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

Please file the document as either Articles of Amendment or Restated Articles of Incorporation pursuant to applicable Florida Statutes.

Amendments for Florida profit corporations are filed in compliance with section 607.1006, Florida Statutes. Please see the enclosed information.

Restated Articles of Incorporation for a Florida profit corporation are filed pursuant to section 607.1007, Florida Statutes. Enclosed is copy of chapter 607.

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) 245-6901.

Susan Payne  
Senior Section Administrator

Letter Number: 605A00073953

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327 AM 8:00  
H OF CORPORATIONS

**ARTICLES OF AMENDMENT  
OF  
MACIAS & SONS AUTO PARTS, INC.**

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TALLAHASSEE, FLORIDA

The undersigned subscriber, a natural person competent to contract, hereby presents these Articles of Amendment for the formation of a corporation under the laws of the State of Florida.

**ARTICLE ONE**

**NAME**

The name of this corporation is MACIAS & SONS AUTO PARTS, INC.

**ARTICLE TWO**

**DURATION**

The duration of this corporation shall be perpetual.

**ARTICLE THREE**

**PURPOSE**

The purpose of this corporation is the transaction of any activity or business permitted under the laws of the United States and the State of Florida.

**ARTICLE FOUR**

**STOCK**

The corporation shall have authority to issue 7,500 shares of common stock consisting of one class only. The stock shall have a par value of \$1.00 per share.

**ARTICLE FIVE**

**SUBSCRIBERS**

The name and street address of the subscriber of the initial issue of stock under these Articles of Incorporation is MACIAS & SONS AUTO PARTS, INC., 5615 Taylor Road Naples, Florida.

**ARTICLE SIX**

**REGISTERED OFFICE AND REGISTERED AGENT**

The street address of the registered office shall be 307 Airport Road North, Naples, Florida

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TALLAHASSEE, FLORIDA

34104. The name of the initial registered agent at such address shall be Jeffrey C. Quinn.

#### ARTICLE SEVEN

#### CORPORATION'S PRINCIPAL OFFICE

The corporation's principal address is 5615 Taylor Road, Naples, Florida 34109.

#### ARTICLE EIGHT

#### MANAGEMENT

The corporation shall be managed by the shareholders of the corporation instead of a Board of Directors.

#### ARTICLE NINE

#### INCORPORATORS

The name and address of the Incorporator is Filberto Macias, Jr., 5615 Taylor Road, Naples, Florida 34109.

#### ARTICLE TEN

#### AMENDMENTS

This Articles of Amendment may be amended in the manner provided by law.

IN WITNESS WHEREOF, the undersigned has made and subscribed the foregoing Articles of Incorporation on this 10 day of Feb, 2006, in Naples, Collier County, Florida.

  
FILBERTO MACIAS, JR.

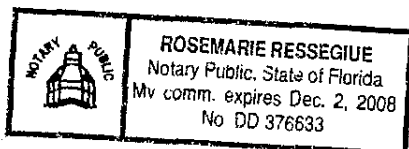
STATE OF FLORIDA

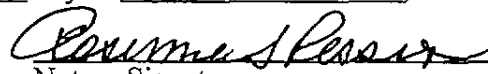
COUNTY OF COLLIER

Adopted by the sole incorporator on February 10, 2006. Shareholder approval is not required.

Before me personally appeared FILBERTO MACIAS, JR., known to me personally or identified to me by FLDL as the person described in and who executed the foregoing instrument, and acknowledge to and before me that he executed said instrument for purposes therein expressed.

WITNESS my hand and official seal, this 10 day of Feb, 2006.



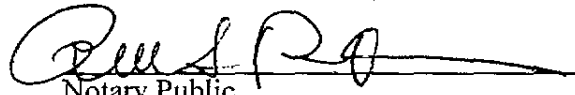
  
Notary Signature  
Printed Name Rosemarie Resseguiue  
Seal:  
Commission No. \_\_\_\_\_

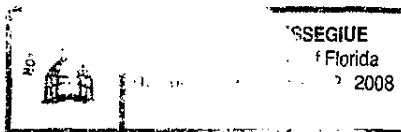
**AMENDED DESIGNATION OF REGISTERED AGENT**

FILBERTO MACIAS, JR., the incorporator of MACIAS & SONS AUTO PARTS, INC. hereby designates JEFFREY C. QUINN of 307 Airport Road North, Naples, Florida 34104, to be the registered agent of MACIAS & SONS AUTO PARTS, INC. and he by and through this document, hereby accepts the appointment to be registered agent of MACIAS & SONS AUTO PARTS, INC.

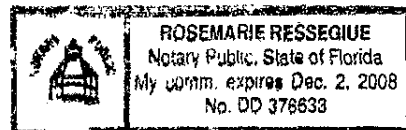
  
FILBERTO MACIAS, JR. Incorporator

SWORN TO and subscribed before me on this 10 day of February, 2006.

  
Notary Public

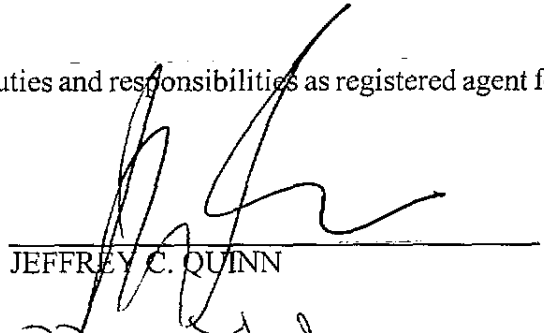


Printed Name of Notary  
Seal:  
My Commission Expires:



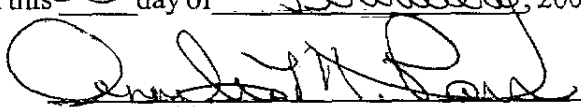
**AMENDED WRITTEN ACCEPTANCE BY REGISTERED AGENT FOR  
MACIAS & SONS AUTO PARTS, INC.**

I HEREBY am familiar with and accept the duties and responsibilities as registered agent for  
said corporation.

  
\_\_\_\_\_  
JEFFREY C. QUINN

SWORN TO and subscribed before me on this 22 day of February, 2006.



  
\_\_\_\_\_  
Notary Public

ANNETTE M. PARR  
Printed Name of Notary Public

Seal:

My Commission Expires: