

**P06000135117**

Florida Department of State  
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**FLORIDA PROFIT/NON PROFIT CORPORATION**

**Universal Truck Parts, Inc.**

Certificate of Status	0
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J. Shivers OCT 26 2006

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**ARTICLES OF INCORPORATION**  
**OF**  
**UNIVERSAL TRUCK PARTS, INC.**

The undersigned, acting as the Incorporator of UNIVERSAL TRUCK PARTS, INC., a Florida corporation (the "Corporation"), pursuant to Chapter 607 of the Florida Statutes, hereby forms a corporation for profit under the laws of the State of Florida and adopts the following Articles of Incorporation for the Corporation:

**ARTICLE I - NAME**

The name of the Corporation is UNIVERSAL TRUCK PARTS, INC. The initial mailing address of the Corporation shall be 1695 Grange Circle, Longwood, Florida 32750.

**ARTICLE II - CORPORATE EXISTENCE**

The Corporation will exist commencing on the date of filing these Articles of Incorporation with the Florida Department of State.

**ARTICLE III - DURATION**

The Corporation shall exist perpetually.

**ARTICLE IV - PURPOSE**

The Corporation is organized for the purpose of transacting any or all lawful businesses for which corporations may be incorporated under Chapter 607, Florida Statutes.

**ARTICLE V - CAPITAL STOCK**

The maximum number of shares of capital stock that the Corporation is authorized to issue and have outstanding at any one time is Ten Thousand (10,000) shares of common stock having a par value of One Cent (\$0.01) per share.

**ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of the Corporation shall be:

301 E. Pine Street, Suite 1400  
Orlando, Florida 32801

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The name of the initial registered agent of the Corporation at that address shall be:

Richard A. Rodgers

**ARTICLE VII - INITIAL BOARD OF DIRECTORS**

A. The Corporation shall have one (1) director initially. The number of directors may be either increased or decreased from time to time in accordance with the Bylaws, but shall never be less than one.

B. The name and address of the initial director of the Corporation is as follows:

<u>Name</u>	<u>Street Address</u>
Phillip M. Coad	1695 Grange Circle Longwood, Florida 32750

**ARTICLE VIII - INCORPORATOR**

The name and address of the person signing these Articles is:

<u>Name</u>	<u>Address</u>
Richard A. Rodgers	301 East Pine Street Suite 1400 Orlando, Florida 32801

**ARTICLE IX - BYLAWS**

The power to adopt, alter, amend or repeal Bylaws shall be vested in the Board of Directors and the shareholders.

**ARTICLE X - AMENDMENT**

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

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IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of  
Incorporation this 24th day of October, 2006.

A handwritten signature in black ink, appearing to read "Richard A. Rodgers", is written over a horizontal line.

Richard A. Rodgers, Incorporator

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**CERTIFICATE OF ACCEPTANCE AS REGISTERED AGENT**  
**UNIVERSAL TRUCK PARTS, INC.**

The undersigned, having been named as registered agent for the above named Corporation, at the place designated in the foregoing Articles of Incorporation, hereby accepts such designation and agrees to act in such capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties as registered agent. I am familiar with, and accept the duties and obligations of, Section 607.0505 of the Florida Statutes.



Richard A. Rodgers

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