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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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**ALBERT J. STOPKA, III, P.A.**

ATTORNEY AT LAW  
P. O. Box 300  
108 Mosley Drive  
Lynn Haven, FL 32444

Telephone: (850) 785-6600

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February 22, 2011

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

RE: SKIPPER AUTO PARTS, INC.  
Our File No. 1717.1

To Whom It May Concern:

Enclosed please find the original Articles of Incorporation on the above referenced corporation, together with our client's check in the amount of \$70.00 for payment of filing fees. Please file the Articles with an effective date of April 1, 2011, as reflected in Article VII therein. The **email address** for this corporation is [skipperautoparts@comcast.net](mailto:skipperautoparts@comcast.net).

Thank you for your assistance in this matter. If you have any questions, please do not hesitate to give me a call.

Sincerely,

ALBERT J. STOPKA, III, P.A.

Mary Boyd, Legal Assistant to  
Albert J. Stopka, III

mb  
Enclosure(s)

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TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
OF  
SKIPPER AUTO PARTS, INC.**

The undersigned, acting as incorporator of a Corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation:

ARTICLE I - NAME AND ADDRESS

The name of this corporation is SKIPPER AUTO PARTS, INC., and the street address of the initial principal office is 1325 Jenks Avenue, Panama City, Florida 32401, and its mailing address is 1325 Jenks Avenue, Panama City, Florida 32401.

ARTICLE II - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE III - CAPITAL STOCK

This corporation is authorized to issue one thousand (1000) shares of One Dollar (\$1.00) par value of common stock, which shall be designated "Common Shares".

ARTICLE IV - REGISTERED AGENT AND OFFICE ADDRESS

The name of the initial registered agent is TIFFANY A. SKIPPER whose address is 1325 Jenks Avenue, Panama City, Florida 32401.

ARTICLE V - MANAGEMENT BY SHAREHOLDERS

The business of this corporation shall be managed by its shareholders rather than a Board of Directors. In the management of the business of this corporation, the act of the shareholders representing the majority of the outstanding shares of the

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TALAHASSEE, FLORIDA

corporation entitled to vote, represented in person or by proxy, shall be the act of the shareholders, except as otherwise provided for in any Shareholders' Agreement entered into. Each shareholder shall be entitled to one vote in person, or by proxy, for each share of voting stock held by him. A majority of the outstanding shares of the corporation entitled to vote, represented in person or by proxy, shall constitute a quorum at any meeting of the shareholders for the management of the business corporation.

#### ARTICLE VI - INDEMNIFICATION

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

#### ARTICLE VII - TERM OF EXISTENCE

Corporate existence shall be effective on April 1, 2011, and shall exist perpetually unless dissolved according to law.

#### ARTICLE VIII - INCORPORATOR

The name of the person signing these Articles is TIFFANY A. SKIPPER, whose address is 1325 Jenks Avenue, Panama City, Florida 32401. The undersigned incorporator affirms that the facts stated herein are true and is aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S. The undersigned also understands the requirement to file an annual report between January 1<sup>st</sup> and May 1<sup>st</sup> in the calendar year following formation of this corporation and every year thereafter to maintain "active" status.

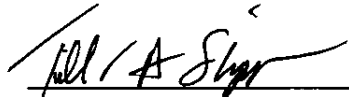
ARTICLE IX - INITIAL OFFICERS

The initial officers of the corporation and their addresses are as follows:

TIFFANY A. SKIPPER  
1325 Jenks Avenue  
Panama City, FL 32401

President/Secretary/ Treasurer

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 22 day of February, 2011.

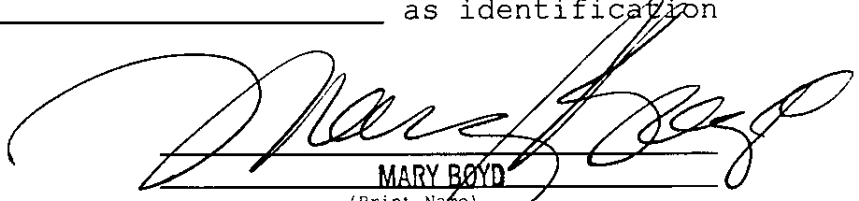
  
Tiffany A. Skipper, Incorporator

STATE OF FLORIDA  
COUNTY OF BAY

The foregoing Articles of Incorporation of SKIPPER AUTO PARTS, INC. was acknowledged before me this 22 day of February 2011, by TIFFANY A. SKIPPER, who: (Notary **must** check applicable box)

- ☒ is personally known to me.  
☐ produced a current Florida driver's license as identification.  
☐ produced \_\_\_\_\_ as identification

(SEAL)

  
MARY BOYD  
(Print Name)

Notary Public  
Commission # \_\_\_\_\_  
My Commission Expires: \_\_\_\_\_



ACCEPTANCE OF DESIGNATION OF REGISTERED AGENT

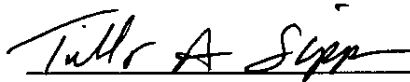
OF

SKIPPER AUTO PARTS, INC.

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Having been named to accept service of process for the above-named corporation, at the place designated in the Articles of Incorporation, I hereby accept to act in this capacity, and agree to comply with the provisions of the Florida General Corporation Act relative to keeping open said office.

Dated this 22 day of February, 2011.



Tiffany A. Skipper  
Registered Agent

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