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FILED  
SECRETARY OF CORPORATIONS  
95 MAR 24 AM 10:03

March 22, 1995

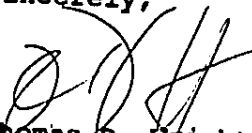
Florida Division of Corporations  
Bureau of Corporate Records  
Post Office Box 6327  
Tallahassee, Florida 32314

Re: New Smyrna Auto Parts, Inc.

Gentlemen:

Please find enclosed Articles of Incorporation for the above corporation (in duplicate) for filing. My check payable to your division is enclosed in the sum of \$122.50 in payment of the filing fees. Please return a certified copy of the Articles to this office at the above mailing address.

Sincerely,

  
Thomas D. Wright

TDW/da  
Enclosures

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**ARTICLES OF INCORPORATION**  
**OF**  
**NEW SMYRNA AUTO PARTS, INC.**

The undersigned hereby files these Articles for the purpose of becoming a corporation under the laws of the State of Florida, by and under the provisions of the Statutes of the State of Florida, providing for the formation, liability, privileges and immunities of a corporation for profit.

**A R T I C L E   I**

**NAME**

The name of this corporation shall be **NEW SMYRNA AUTO PARTS, INC.**

**A R T I C L E   II**

**DURATION**

This corporation shall exist perpetually unless sooner terminated in accordance with law.

**A R T I C L E   III**

**PURPOSE**

This corporation is organized for the purpose of transacting any or all lawful business permitted under the laws of the State of Florida.

**A R T I C L E   IV**

**CAPITAL STOCK**

This corporation is authorized to issue 1,000 shares of \$1.00 par value common stock.

**A R T I C L E   V**

**PRINCIPAL PLACE OF BUSINESS  
INITIAL REGISTERED OFFICE AND AGENT**

The principal place of business and general office of this corporation will be 214 North Orange Street, New Smyrna Beach, Volusia County, Florida, but it may maintain offices and transact business at such other places, either within or outside the State of Florida, as the Board of Directors may from time to time provide by resolution. The name of the initial registered agent of this corporation is ROBERT H. BURCHILL, whose street address is 214 North Orange Street, New Smyrna Beach, Florida 32168.

**A R T I C L E   VI**

**INITIAL DIRECTOR**

This corporation shall have one director initially. The numbers of directors may be increased or diminished from time to

time by the Bylaws but shall never be less than one. The name and address of the initial director is:

ROBERT H. BURCHILL  
214 North Orange Street  
New Smyrna Beach, Florida 32168

## ARTICLE VII

### INCORPORATOR

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

ROBERT H. BURCHILL  
214 North Orange Street  
New Smyrna Beach, Florida 32168

## ARTICLE VIII

### POWERS

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.

## ARTICLE IX

### INDEMNIFICATION

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

## ARTICLE X

### AMENDMENT

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

IN WITNESS WHEREOF, the undersigned subscriber and incorporator has executed these Articles of Incorporation on this 21 day of March, 1995.

John E. Jurecki  
Witness

Robert H. Burchill  
ROBERT H. BURCHILL  
Incorporator

Leslie A. Cameron  
Witness

STATE OF INDIANA  
COUNTY OF KOSCIUSKO

Before me, the undersigned authority duly authorized to take acknowledgments and administer oaths, personally appeared ROBERT H. BURCHILL, to me personally known to be the person described above and he acknowledged before me not under oath that he executed the foregoing for the purposes therein expressed.

Witness my hand and official seal in the County and State last aforesaid this 21st day of March, 1995.

Leslie A. Cameron  
Notary Public  
{affix notarial seal}

My commission expires:  
August 28, 1998

Resident of Kosciusko County, State of Indiana

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

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Pursuant to Section 48.091, Florida Statutes, the following is submitted in compliance with said Statute:

That **NEW SMYRNA AUTO PARTS, INC.**, desiring to organize under the laws of the State of Florida with its principal place of business, as indicated in the Articles of Incorporation, in the City of New Smyrna Beach, County of Volusia, State of Florida, has named **ROBERT H. BURCHILL**, whose street address is 214 North Orange Street, New Smyrna Beach, Florida 32168, as its agent to accept service of process within this State.

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

DATED this 21 day of March, 1995.

Accepted By: Robert H. Burchill  
ROBERT H. BURCHILL  
Resident Agent

Accepted By: Robert H. Burchill  
ROBERT H. BURCHILL  
Incorporator