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May 15, 1995

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 ***122.50 ***122.50

Department of State
 Division of Corporations
 P.O. Box 6327
 Tallahassee, FL 32314

Re: ROD'S AUTO PARTS, INC.

Dear Sir or Madam:

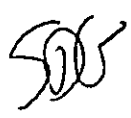
Enclosed are an original and one copy of the articles of incorporation for the above corporation and a check in the amount of \$122.50 for filing fee, designation of registered agent, and certified copy of the articles.

Thank you,


 Timothy H. Wells

Enclosures

FILED
 95 MAY 17 PM 2:25
 SECRETARY OF STATE
 TALLAHASSEE FLORIDA



ARTICLES OF INCORPORATION

OF

ROD'S AUTO PARTS, INC.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I
NAME

The name of the corporation shall be: **ROD'S AUTO PARTS, INC.**

ARTICLE II
PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

3027-A Main Street
Vernon, Florida 32462

ARTICLE III
CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: 600 shares.

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TALLAHASSEE FLORIDA

ARTICLE IV
INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

Rodney Reese Wells
3027-A Main Street
Vernon, Florida 32462

ARTICLE V
INCORPORATORS


The name and street address of the incorporator to these Articles of
Incorporation is:

Rodney Reese Wells
3027-A Main Street
Vernon, Florida 32462

ARTICLE VI
OFFICERS

The corporation shall have a president, vice-president, and secretary/treasurer.
An officer may hold multiple offices. Initial president shall be Rodney Reese Wells,
initial vice-president shall be Robert Reese Wells, and initial secretary/treasurer shall be
Karen Anne Wells.

The undersigned has executed these Articles of Incorporation this 15 day
of May, 1995.



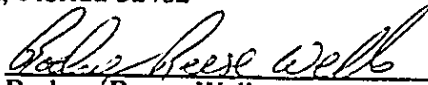
Rodney Reese Wells, Incorporator

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of §607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: ROD'S AUTO PARTS, INC.
2. The name and address of the registered agent and office is:

Rodney Reese Wells
3027-A Main Street
Vernon, Florida 32462



Rodney Reese Wells
President

Date: 5-15-95

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.



Rodney Reese Wells

Date: 5-15-95

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