

P960000 29849

FLORAL CITY AUTO PARTS, INC.
P. O. BOX 504
FLORAL CITY, FLORIDA 34436-0504

March 1, 1996

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

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-03/29/96--01071--017
****122.50 ****122.50

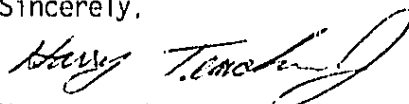
RE: FLORAL CITY AUTO PARTS, INC.

Gentlemen:

Enclosed please find the original and one copy of the Articles of Incorporation with a check in the amount of \$122.50.

This represents the cost of the Filing Fees, Certified Copy of Articles of Incorporation and Fee for Registered Agent Designation for the above named corporation.

Sincerely,


Harry Teachman, Jr.
Floral City Auto Parts, Inc.
P. O. Box 504
Floral City, FL 34436-0504

FILED
95 MAR 29 PM 2:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Dmc
4/4/96

FILED

ARTICLES OF INCORPORATION

96 MAR 29 PM 2:29

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

ARTICLE I NAME

The name of the corporation shall be:

FLORAL CITY AUTO PARTS, INC.

ARTICLE II PRINCIPAL OFFICE

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

P. O. BOX 504 (8294 E. ORANGE AVE.)
FLORAL CITY, FLORIDA 34436-0504

ARTICLE III SHARES

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

ONE HUNDRED SHARES (100) OF ONE DOLLAR(S) (\$1.00) PAR VALUE
COMMON STOCK, WHICH SHALL BE DESIGNATED "COMMON STOCK"

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

HARRY TEACHMAN, JR.
P. O. BOX 504 (8294 E. ORANGE AVE.)
FLORAL CITY, FLORIDA 34436-0504

ARTICLE V PRINCIPAL OFFICE AND REGISTERED AGENT ADDRESS

THE ADDRESS OF THE PRINCIPAL OFFICE AND THE REGISTERED AGENT ARE
THE SAME: P. O. BOX 504 (8294 E. ORANGE AVE.)
FLORAL CITY, FLORIDA 34436-0504

ARTICLE VI INITIAL BOARD OF DIRECTORS

THIS CORPORATION SHALL HAVE NO DIRECTORS INITIALLY. THE CORPORATION SHALL BE MANAGED BY THE SHAREHOLDERS OF THE CORPORATION RATHER THAN BY A BOARD OF DIRECTORS.

ARTICLE VII INCORPORATOR(S)

The name(s) and street address(s) of the incorporator(s) to these Articles of Incorporation is (are):

HARRY TEACHMAN, JR.
3417 ROSE POINT
INVERNESS, FL 34450

PRESIDENT - TREASURER

DEBRA S. TEACHMAN
3417 ROSE POINT
INVERNESS, FL 34450

VICE-PRESIDENT - SECRETARY

The undersigned incorporator(s) has (have) executed these Articles of Incorporation this 20th day of MARCH, 1996.

Harry Teachman Jr.
Signature
Debra S. Teachman
Signature

NOTE: Affixing an officer title after a signature of an incorporator does not constitute the designation of officers.

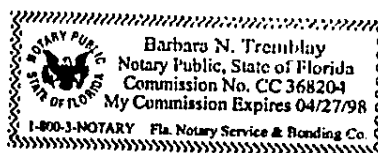
**STATE OF FLORIDA
COUNTY OF CITRUS**

before me, a Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared

HARRY TEACHMAN, JR. & DEBRA S. TEACHMAN known to me and known to be the person(s) who executed the foregoing Articles of Incorporation, and who acknowledge before me that THEY executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto affixed my hand and seal, in the State and County aforesaid, this 20th day of MARCH, 1996.

Barbara N. Tremblay
(Notary Public, State of Florida at Large)



**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 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.

FILED
95 MAR 29 PM 2:29
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

1. The name of the corporation is: FLORAL CITY AUTO PARTS, INC.

2. The name and address of the registered agent and office is:

HARRY TEACHMAN, JR.

(NAME)

P. O. BOX 504

8294 E ORANGE AVE.

(P.O. Box or Mail Drop Box **NOT** ACCEPTABLE)

FLORAL CITY, FLORIDA 34436-0504

(CITY/STATE/ZIP)

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.

Harry Teachman Jr.
(SIGNATURE)

3-7-96
(DATE)