

P960000033667

WILLIAM E. RAIRES III  
ATTORNEY AT LAW

(407) 593-6054  
FAX (407) 405-0593

HISTORIC COBB CORNER  
100 AVENUE A, SUITE C  
FORT PIERCE, FLORIDA 34950

April 12, 1996

Department of State  
Division of Corporations  
409 East Gaines Street  
P. O. Box 6327  
Tallahassee, FL 32314

900001781229  
-04/16/96--01006--005  
\*\*\*\*122.50 \*\*\*\*122.50

Re: AUTO PARTS OF VERO, INC.

Dear Sir or Madam:

Enclosed please find original and one copy of the Articles of Incorporation for the above-referenced corporation. Also enclosed is our check in the sum of \$122.50. Please return a certified copy of the Articles of Incorporation to this office. A self-addressed stamped envelope is enclosed for your convenience.

Thank you for your assistance in this matter.

Very truly yours,



Judith P. O'Brien  
Legal Assistant  
Enclosures

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 APR 15 PM 12:49

964/18/96

ARTICLES OF INCORPORATION  
OF  
AUTO PARTS OF VERO, INC.

96 APR 15 PM 12:50

ARTICLE I

NAME

The name of this corporation is AUTO PARTS OF VERO, INC.

ARTICLE II

NATURE OF BUSINESS

The nature of business to be transacted by the corporation shall be: to own and operate a retail auto parts store and any other business which may be lawfully carried out by a Florida corporation.

ARTICLE III

CAPITAL STOCK

This Corporation shall have one (1) class of common stock having a par value of One Dollar (\$1.00) per share and the same shall be fully paid and non-assessable. The maximum number of shares of said stock this Corporation is authorized to have outstanding at any one time is Seven Thousand (7,000.00) shares.

ARTICLE IV

INITIAL CAPITAL

The amount of capital with which this Corporation shall begin business is Five

Hundred (\$500.00) Dollars.

#### ARTICLE V

##### TERM OF EXISTENCE

This corporation shall have perpetual existence.

#### ARTICLE VI

##### ADDRESS

The initial street address of the principal office of this Corporation in the State of Florida is: 8734 20th Street, Vero Beach, FL 32960. The Board of Directors may from time to time move the principal office to any other address in the State of Florida.

#### ARTICLE VII

##### DIRECTORS

This Corporation shall initially have one (3) Directors. The number of Directors may be increased or diminished from time to time by the By-Laws adopted by the stockholder, but shall never be less than one (1).

#### ARTICLE VIII

##### INITIAL DIRECTORS

The names and address of the initial Directors are:

##### NAME

##### ADDRESS

JEFFREY LEE BONNETT

8734 20th Street  
Vero Beach, FL 32960

KATHLEEN L. BONNETT

8734 20th Street  
Vero Beach, FL 3296

CHARLES R. SIMMERMAN

8734 20th Street  
Vero Beach, FL 32960

ARTICLE IX

SUBSCRIBER

The name and address of the Subscriber of these Articles of Incorporation is as follows:

NAME

ADDRESS

JEFFREY LEE BONNETT

8734 20th Street  
Vero Beach, FL 32960

ARTICLE X

REGISTERED RESIDENT AGENT AND REGISTERED OFFICE

The name and address of the Registered Resident Agent and her Registered Office to accept service of process within the State for this Corporation is:

NAME

ADDRESS

JEFFREY LEE BONNETT

8734 20th Street  
Vero Beach, FL 32960

ARTICLE XI  
AMENDMENTS

These Articles of Incorporation may be amended in the manner provided by law. Each amendment shall be approved by the Board of Directors, proposed by them to the Stockholders and approved at a Stockholders meeting by a majority of the Stockholders entitled to vote thereon; provided, however, amendments may also be made to these Articles of Incorporation upon all of the Directors and Stockholders signing a written statement

manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned subscribing Incorporator and Subscriber, a natural person competent to contract, hereunto set her hand and seal this 11th day of April, 1996.

  
JEFFREY LEE BONNETT, Subscriber

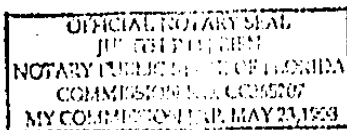
STATE OF FLORIDA  
COUNTY OF ST. LUCIE

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County aforesaid to take acknowledgments, personally appeared JEFFREY LEE BONNETT, to me personally known to be the person described as Subscriber in (or who was identified to me by the following identification: Fla. Driver's License) and who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed and subscribed to these Articles of Incorporation.

Witness my hand and official seal in the County and State named above this 11th day of April, 1996.

  
Notary Public, State of Florida

My Commission expires:

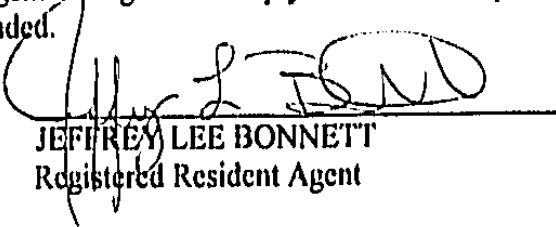


FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

96 APR 15 PM 12:50

**ACKNOWLEDGMENT OF  
REGISTERED RESIDENT AGENT**

Having been named Registered Resident Agent to accept service of process for AUTO PARTS OF VERO, INC. at the place designated in this certificate, I hereby accept the designation as Registered Resident Agent and agree to comply with all of the provisions of Chapter 48, Florida Statutes, as amended.

  
JEFFREY LEE BONNETT  
Registered Resident Agent