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TALLAHASSEE, FL 32301-2012
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800-445-8086
P9600051689



PROFESSIONAL LEGAL & FINANCIAL SERVICES ACCOUNT NO. : 072100000032

REFERENCE : 989962 7111434

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : June 17, 1996

ORDER TIME : 1:40 PM

ORDER NO. : 989962

CUSTOMER NO: 7111434

CUSTOMER: Jon Bunch, President
PARTS EXPRESS INT'L INC. OF
FT. LAUDERDALE
5601a Ne 14th Ave

Fort Lauderdale, FL 33334

500001864255
-06/18/96--01002--006
*****78.75 *****78.75

DOMESTIC FILING

NAME: PARTS EXPRESS INT'L INC. OF
FORT LAUDERDALE

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Daniel W Leggett

EXAMINER'S INITIALS:

95 JUN 17 7:10:05
DIVISION OF CORPORATIONS
STATE OF FLORIDA

95 JUN 17 11:18:13
DIVISION OF CORPORATIONS
STATE OF FLORIDA
JLW/18/96

ARTICLES OF INCORPORATION

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:

Parts Express Int'l Inc.
of Fort Lauderdale

ARTICLE II PRINCIPAL OFFICE

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

5601-A NE 14th Ave
Fort Lauderdale, FL 33334

ARTICLE III SHARES

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

1,000

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

Jon Bunch
5601-A NE 14th Ave
Ft Lauderdale, FL 33334

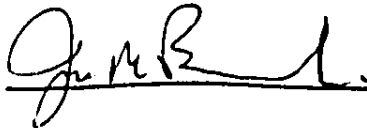
ARTICLE V INCORPORATOR(S)

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

Jon Bunch
5601-A NE 14th Ave
Ft Lauderdale, FL 33334

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this

1st day of May, 1996.



Signature

Signature

Signature

**Articles of Incorporation
Filing Fee - \$35**

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

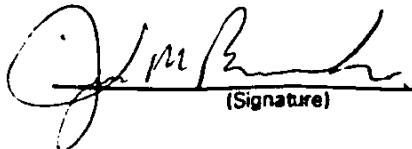
PURSUANT TO THE PROVISIONS OF SECTION 607.0501 or 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: Parts Express Int'l Inc
of Fort Lauderdale

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

Jon Bunch
(Name)
5601-A NE 14th Ave
(P.O. Box not acceptable)
Ft Lauderdale, FL 33334
(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.


(Signature)

5/1/96
(Date)