

P96000074267

August 27, 1996

Florida Dept. of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32301

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-09/04/96--01159--019
****122.50 ****122.50

Subj: Incorporation of PRATTS AUTO PARTS, INC.

Dear Sir:

Enclosed please find the following:

1. The original and one copy of the Articles of Incorporation for the subject corporation. Please certify one copy and return it to the undersigned.

2. My check in the amount of \$122.50 to cover the filing fee.

3. Designation of Resident Agent.

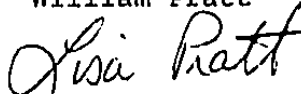
Kindly acknowledge filing of these Articles of Incorporation, in compliance with Florida law and return the certified copy of the Articles of Incorporation to the undersigned at Express Legal Services, Inc., 1103 W. Hibiscus Blvd #302, W. Melbourne, FL 32904.

Thank you for your assistance in this matter.

Sincerely,



William Pratt



Lisa Pratt

FILED
96 SEP -3 PM 4:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SEP 6 1996

ARTICLES OF INCORPORATION
OF

PRATTS AUTO PARTS, INC.

ARTICLE I. NAME

The name of this corporation is
PRATTS AUTO PARTS, INC.

ARTICLE II. DURATION

This corporation shall have perpetual existence.

ARTICLE III. PURPOSE

This corporation is organized for the purpose of
transacting any or all lawful business.

ARTICLE IV. CAPITOL STOCK

This corporation is authorized to issue 100 shares
of \$1.00 par value common stock, which shall be designated
"common shares".

ARTICLE V. PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new
stock of this corporation of the same kind, class or series
as that which he already holds, shall have the right to
purchase his pro rata share (as nearly as may be done without
issuance of fractional shares) at the price at which it is
offered to others.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VI. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 910 Jamestown Dr., Rockledge, Florida 32955, and the name of the initial registered agent of this corporation at that address is WILLIAM PRATT.

ARTICLE VII. INITIAL BOARD OF DIRECTORS

This corporation shall have two directors initially. The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than one. The names and addresses of the initial directors of this corporation are:

WILLIAM PRATT
910 Jamestown Dr.
Rockledge, FL 32955

LISA PRATT
910 Jamestown Dr.
Rockledge, FL 32955

ARTICLE VIII. PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office of the corporation is located at 315 Ansin Rd., Rockledge, FL 32956, and the mailing address of the corporation is PO Box 560562, Rockledge, FL 32956.

ARTICLE IX. INCORPORATORS

The names and addresses of the persons signing these articles are:

WILLIAM PRATT
910 Jamestown Dr.
Rockledge, FL 32955

LISA PRATT
910 Jamestown Dr.
Rockledge, FL 32955

ARTICLE X. AMENDMENTS

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF the undersigned subscribers have executed these articles of incorporation on this 29th day of August, 1996.


WILLIAM PRATT

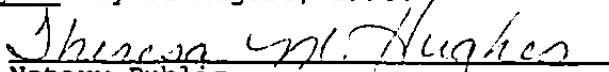

LISA PRATT

STATE OF FLORIDA
COUNTY OF BREVARD

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared WILLIAM PRATT and LISA PRATT to me known to be the persons described as subscribers in and who executed the foregoing Articles of Incorporation, and who acknowledged before me that they subscribed to those Articles of Incorporation.

WITNESS my hand and official seal in the County and State named above this 29th day of August, 1996.

Both F/10c


Notary Public



THERESA M. HUGHES
My Commission CC206711
Expires Jun. 23, 1997
Bonded by HAI
800-422-1555

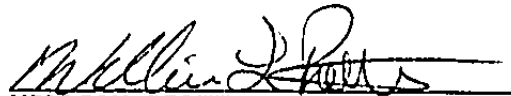
DESIGNATION
AS
REGISTERED AGENT

In compliance with Section 48.091, and Section 607.034, Florida Statutes, the following is submitted:

That PRATTS AUTO PARTS, INC., desiring to organize under the laws of the State of Florida, with its principal office at 315 Ansin Rd., Rockledge, Brevard County, Florida 32956, has named WILLIAM PRATT, located at 910 Jamestown Dr., Rockledge, Florida 32955, as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above named Corporation, at the place designated in this certificate, the undersigned agrees to act in this capacity, and agrees to comply with the provisions of Florida law relative to keeping the designated office open.


WILLIAM PRATT
Registered Agent

FILED
96 SEP -3 PM 4:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA