

P960000-76472  
KIRKPATRICK & LOCKHART LLP

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JAN H. BLANCK  
(305) 539-3364  
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September 11, 1996

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-09/12/96--01089--010  
\*\*\*\*122.50 \*\*\*\*122.50

Secretary of State of Florida  
Corporations Division  
P O Box 6327  
Tallahassee, Florida 32301

Re: European Parts Supply, Inc.

Gentlemen:

Enclosed for filing with your offices are articles of incorporation, in duplicate, prepared for European Parts Supply, Inc., a proposed Florida corporation. Also enclosed is our check in the amount of \$122.50 in payment of the following fees for the Corporation:

Filing Fee	\$ 35.00
Certified Copy	52.50
Registered Agent Fee	<u>35.00</u>
Subtotal	\$ 122.50

FILED  
95 SEP 12 PM 12:55  
TALLAHASSEE, FLORIDA

Please return the certified copy of these articles to me. Thank you for your cooperation with this matter.

Dmc  
9/13/96

Sincerely,



Jan Blanck,  
Lawyer's Assistant to  
Clayton E. Parker

EFFECTIVE DATE

9-5-96

cc: Clayton E. Parker, Esq.

ARTICLES OF INCORPORATION  
OF  
EUROPEAN PARTS SUPPLY, INC.

95 SEP 12 PM 12:50  
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of **EUROPEAN PARTS SUPPLY, INC.**, under the Florida Business Corporation Act, adopts the following Articles of Incorporation:

ARTICLE I

NAME

EFFECTIVE DATE

9-5-96

The name of the corporation (the "Corporation") is **EUROPEAN PARTS SUPPLY, INC.**

ARTICLE II

ADDRESS

The street address of this Corporation shall be c/o Kirkpatrick & Lockhart, LLP, 20th Floor, 201 South Biscayne Boulevard, Miami, Florida 33131.

ARTICLE III

DURATION AND COMMENCEMENT OF EXISTENCE

The duration of the Corporation shall be perpetual commencing on September 5, 1996.

ARTICLE IV

PURPOSE

The purpose of this Corporation shall be to engage in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE V

CAPITAL STOCK

The maximum number of shares of stock which this Corporation is authorized to issue is 10,000 shares of common stock having a par value of \$.01 per share.

ARTICLE VI

REGISTERED OFFICE AND AGENT

The street address of the Corporation's registered office shall be 201 South Biscayne Boulevard, 20th Floor, Miami, Florida 33131 and the registered agent for the Corporation at that address shall be Clayton E. Parker.

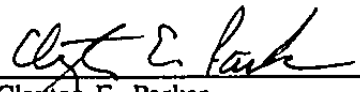
ARTICLE VII

INCORPORATOR

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

<u>Name</u>	<u>Address</u>
Clayton E. Parker	c/o Kirkpatrick & Lockhart LLP 201 South Biscayne Boulevard 20th Floor Miami, FL 33131

**IN WITNESS WHEREOF**, the undersigned incorporator has executed these Articles of Incorporation this 5th day of September, 1996.

  
\_\_\_\_\_  
Clayton E. Parker,  
Incorporator

**CERTIFICATE OF REGISTERED AGENT**

**OF**

**EUROPEAN PARTS SUPPLY, INC.**

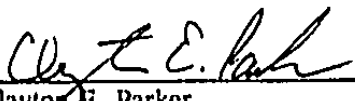
FILED

96 SEP 12 PM 12:50

TALLAHASSEE, FLORIDA

Having been named to accept service of process for EUROPEAN PARTS SUPPLY, INC., at the place designated in the foregoing Articles of Incorporation, Clayton E. Parker agrees to act in this capacity and is familiar with and accepts the obligations provided in Section 607.0505 of the Florida Business Corporation Act.

DATED: September 5, 1996

  
\_\_\_\_\_  
Clayton E. Parker