

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(904) 224-8870 • 1-800-342-8062 • Fax (904) 222-1222

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

97 AUG 28 PM 12:39

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O'Reilly Motors, Inc.

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08/28/97--01044--032
***122.50 ***122.50

Signature _____

Requested by: CJB

Name _____

Date 8-28

Time 1101

Walk-In _____

Will Pick Up _____

☒ Art of Inc. File _____
☐ LTD Partnership File _____
☐ Foreign Corp. File _____
☐ L.C. File _____
☐ Fictitious Name File _____
☐ Name Reservation _____
☐ Merger File _____
☐ Art. of Amend. File _____
☐ RA Resignation _____
☐ Dissolution / Withdrawal _____
☐ Annual Report / Reinstatement _____
☒ Cert. Copy _____
☐ Photo Copy _____
☐ Certificate of Good Standing _____
☐ Certificate of Status _____
☐ Certificate of Fictitious Name _____
☐ Corp Record Search _____
☐ Officer Search _____
☐ Fictitious Search _____
☐ Fictitious Owner Search _____
☐ Vehicle Search _____
☐ Driving Record _____
☐ UCC 1 or 3 File _____
☐ UCC 11 Search _____
☐ UCC 11 Retrieval _____
☐ Courier _____

RECEIVED

97 AUG 28 AM 11:14

8-28-97

ARTICLES OF INCORPORATION

OF

O'REILLY MOTORS, INC.

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ARTICLE I - NAME

The name of this corporation shall be O'REILLY MOTORS, INC., and the address of the principal office of the corporation is 2516 North Spring Garden Avenue, DeLand, Florida 32720.

ARTICLE II - DURATION

The term of existence of this corporation shall be perpetual.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of conducting any and all lawful business.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 1,000 shares of common stock, each share with a par value of \$1.00.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation will be 2516 North Spring Garden Avenue, DeLand, Florida 32720 and the name of the initial registered agent at that office is Michael P. O'Reilly.

ARTICLE VI - BOARD OF DIRECTORS

This corporation shall have two directors initially. The number of directors may be either increased or decreased from time to time by the By-laws. The initial directors shall be Michael P. O'Reilly, 723 East Grove Place, DeLand, Florida 32724, and Karen A. O'Reilly, 723 East Grove Place, DeLand, Florida 32724.

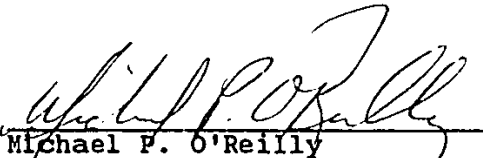
ARTICLE VII - INCORPORATOR

The name and address of the incorporator of this corporation is Michael P. O'Reilly, 723 East Grove Place, DeLand, Florida

ARTICLE IX - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment to them, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation on this 22 day of August, 1997.


Michael P. O'Reilly

STATE OF FLORIDA
COUNTY OF VOLUSIA

BEFORE ME this day personally appeared MICHAEL P. O'REILLY, to me known to be the person described in and who executed the foregoing instrument, () who has produced driver's license for identification, and he acknowledged before me that he executed the same and () did (☒) did not take an oath.

WITNESS my hand and official seal this 22nd day of August, 1997.


(printed name)
Notary Public, State of Florida
My Commission Expires:

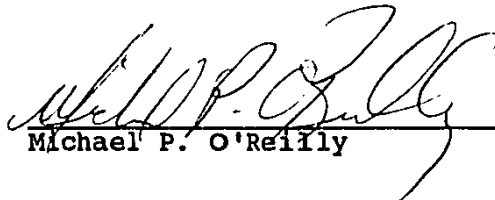


CHARLES L. EARLY, JR.
COMMISSION # CG 351285
EXPIRES MAR 10, 1998
BONDED THRU
ATLANTIC BONDING CO., INC.

ACCEPTANCE OF REGISTERED AGENT

MICHAEL P. O'REILLY, being first duly sworn, deposes and says:

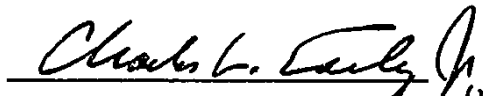
That he accepts the designation as registered agent of O'REILLY MOTORS, INC., as set forth in Article V of the Articles of Incorporation, and the street address of the initial registered agent is 723 East Grove Place, DeLand, Florida 32724.


Michael P. O'Reilly

STATE OF FLORIDA
COUNTY OF VOLUSIA

BEFORE ME this day personally appeared MICHAEL P. O'REILLY, to me known to be the person described in and who executed the foregoing instrument, () who has produced driver's license for identification, and he acknowledged before me that he executed the same and () did (☒) did not take an oath.

WITNESS my hand and official seal this 22nd day of August, 1997.


(printed name)
Notary Public, State of Florida
My Commission Expires:



CHARLES L. EARLE, JR.
COMMISSION # CC 351285
EXPIRES MAR 10, 1998
BONDED THRU
ATLANTIC BONDING CO., INC.

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