

997000075559

Don Kaufman, P.A., GRI

Telephone 954-435-0422
Fax 954-436-3050

Post Office Box 820298
South Florida, Florida 33082

August 27, 1997

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

SUBJECT: Auto Parts Express.Com, Inc. _____
(Corporate Name)

500002281005--0
-08/29/97--01061--012
*****78.75 *****78.75

Enclosed is an original and one (1) copy of the articles of incorporation and a check for:

| | | | |
|-------------|-----------------------------|--------------------------------|--|
| ___ \$70.00 | ___ X ___ \$78.75 | ___ \$122.50 | ___ \$131.25 |
| Filing Fee | Filing Fee & Certificate | Filing Fee & Certified Copy | Filing Fee, Certified Copy & Certificate |
| | | | (Additional Copy Required) |

FROM:

Don Kaufman
Legal Alternative of South Florida, Inc.
18342 NW 7 Street
Pembroke Pines, Florida 33029
954-435-0422

NOTE: Please provide the original and one copy of the articles

FILED
DIVISION OF STATE
CORPORATIONS
TALLAHASSEE, FLORIDA
SEP 2 1997

9/2/97

ARTICLES OF INCORPORATION

OF

Auto Parts Express.Com, Inc

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 AUG 29 PM 5:31

THE UNDERSIGNED incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation is Auto Parts Express.Com, Inc. _____.

ARTICLE II PRINCIPAL OFFICE

The address of the principal office, and the mailing address of the corporation is:

Auto Parts Express.Com, Inc
18342 N.W. 7th Street
Pembroke Pines, FL. 33029

ARTICLE III SHARES

The aggregate number of shares which this corporation shall have the authority to issue is 100 shares, all without par value and of one class. The duration of the corporation shall be perpetual.

ARTICLE IV INITIAL REGISTERED AGENT

The street address of the corporations initial registered office and the name of its initial registered agent at this office is:

Don Kaufman
18342 N.W. 7th Street
Pembroke Pines, FL. 33029

ARTICLE V

The number of directors constituting the board of directors is ONE and the name and address of each person who is to serve thereof is as follows:

Don Kaufman, 18342 NW 7th Street, Pembroke Pines, FL. 33029

ARTICLE VI

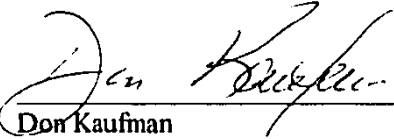
The general purpose or purposes for which this corporation is being formed are to include the transaction of any lawful business for which corporations may be incorporated under this chapter.

ARTICLE VII

The name and address of the sole incorporator is: Don Kaufman, c/o Legal Alternative of South Florida, Inc., 18342 Northwest 7th Street, Pembroke Pines, Florida 33029.

IN WITNESS WHEREOF, the undersigned, as sole incorporator of this corporation has executed these Articles of Incorporation.

Dated: 8/27/97



Don Kaufman
Sole Incorporator

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT / REGISTERED OFFICE**

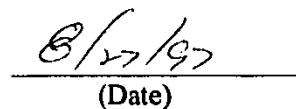
**PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA
STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER
THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING
STATEMENT IN DESIGNATING THE REGISTERED AGENT, IN THE STATE
OF FLORIDA.**

1. The name of the corporation is Auto Parts Express.Com, Inc. ____.
2. The name and address of the registered agent and office is:

Don Kaufman
18342 N.W. 7th Street
Pembroke Pines, FL. 33029

*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)


(Date)