

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

P98000017199

Automotive Parts Worldwide, Inc.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

98 FEB 23 PM 12:48

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- ☒ Art of Inc. File Cert.
- ☐ LTD Partnership File
- ☐ Foreign Corp. File
- ☐ L.C. File
- ☐ Fictitious Name File
- ☐ Trade/Service Mark
- ☐ 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

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DIVISION OF CORPORATIONS

Signature

Requested by:

Name

Date

Time

Walk-In

Will Pick Up

RP
02-23-98

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DIVISION OF CORPORATIONS

CERTIFICATE OF INCORPORATION
OF
AUTOMOTIVE PARTS WORLDWIDE, INC.

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THE UNDERSIGNED subscriber(s) to these Articles of Incorporation, each a natural person, competent to contract, hereby associates themselves together to form a corporation for profit under the laws of the State of Florida; and further does agree to the following conditions of said corporation:

ARTICLE I: NAME AND PRINCIPAL ADDRESS OF BUSINESS

The name of the corporation is:

AUTOMOTIVE PARTS WORLDWIDE, INC.

The principal address of the business is:

3301 S.E. 14th Avenue
Fort Lauderdale, FL 33316

ARTICLE II: NATURE OF BUSINESS

This corporation is organized for the following purpose or purposes: to engage in any and all business ventures and transactions allowable under any and all applicable state and federal laws and all things related thereto and for the purpose of transacting any and all lawful business.

ARTICLE III: CAPITAL STOCK

This corporation is authorized to issue a maximum of 100 shares of stock. The shares of stock authorized shall be common stock, having a par value of \$5.00 per share. The consideration to be paid for each share shall be fixed by the Board of Directors.

ARTICLE IV:

INITIAL REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The corporation's initial Registered Agent and Registered Office in the State of Florida shall be: CAPITAL

CONNECTION, INC., at 417 E. Virginia Street, Suite 1,
Tallahassee, FL 32301.

ARTICLE VI: AMENDMENTS

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholder(s) is subject to this reservation.

ARTICLE VII: COMMENCEMENT DATE

Corporate existence will commence on date the Articles of Incorporation are filed with the Secretary of State, State of Florida.

THE UNDERSIGNED Incorporator(s) for the purposes of forming a corporation to do business within the State of Florida, do make and file these Articles of Incorporation, hereby declaring and certifying that the facts herein contained are stated true.



ROBERT HERMANS

(SEAL)

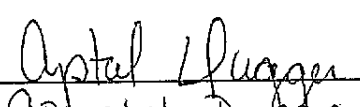
CERTIFICATE DESIGNATING REGISTERED AGENT FOR SERVICE OF
PROCESS

Pursuant to Chapter 48.091, Florida Statutes, the undersigned hereby designate(s) CAPITAL CONNECTION, INC. whose address is 417 E. Virginia Street, Suite 1, Tallahassee, FL 32301 as its Registered Agent to accept service of process with the State.


_____(SEAL)
ROBERT HERMANS

THE UNDERSIGNED hereby accepts the foregoing designation as Registered Agent for service of process with the State of Florida, and agrees to comply with the provisions of the law applicable to said designation.

CAPITAL CONNECTION, INC.

BY:  (SEAL)
CRYSTAL DUGGER

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

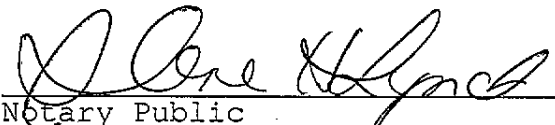
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STATE OF FLORIDA :

SS
COUNTY OF BROWARD :

BE IT REMEMBERED that on this day before me, a Notary Public, duly authorized in the State and County named above to take acknowledgments, personally appeared ROBERT HERMANS who is known to me to be the person(s) described as Incorporator(s) in the foregoing Articles of Incorporation and acknowledged before me that he executed said Articles of Incorporation.

WITNESS MY HAND and official seal at Plantation, said County and State aforementioned, this 2nd day of February, 1998.


Notary Public
State of Florida at Large