

**ARTICLES OF AMENDMENT TO THE
ARTICLES OF INCORPORATION OF
SOUTHEASTERN PARTS, INC.**

Pursuant to the provisions of Section 10-2B-10.06 of the Code of Alabama (1975), SouthEastern Parts, Inc., a corporation duly organized and validly existing under the laws of the State of Alabama (the "Corporation"), hereby adopts the following Articles of Amendment to its Articles of Incorporation:

1. The name of the Corporation is SouthEastern Parts, Inc.
2. The amendment so adopted is:

FIRST: Section 1 of Article Six of the Articles of Incorporation of the Corporation, as recorded in Inst #1999-38741 on September 14, 1999 and as amended by instrument recorded in Inst # 1999-46823 on November 16, 1999, both filed in the Office of the Judge of Probate of Shelby County, Alabama, is hereby amended by deleting said Section 1 and substituting the following Section 1 in lieu thereof:

"1. The aggregate number of shares which the corporation shall have the authority to issue is Two Thousand (2,000) common shares of the par value of Zero and 10/100 (\$0.10) each, thus representing a total authorized capital of Two Hundred Dollars (\$200.00) and consisting of such one class only.

SECOND: Except as hereinabove amended, the Articles of Incorporation are continued in full force and effect.

3. This Amendment to the Articles of Incorporation was approved and adopted as of September 1, 2000.

4. The approval and adoption of this Amendment was accomplished by the unanimous consent of the shareholders and the directors of the Corporation pursuant to Sections 10-2B-7.04 and § 10-2B-8.21 of the Code of Alabama (1975).

5. The number of shares of the Corporation outstanding at the time of such approval and adoption was 1,000 and the number of shares entitled to vote thereon was 1,000.

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6. The number of shares voted for this Amendment was 1,000 and the number of shares voted against such amendment was 0.

This the 26th day of September, 2000.

SOUTHEASTERN PARTS, INC.

By: _____

Its President

Inst # 2000-34197

2

09/28/2000-34197
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