

Patrick Dunagan, Attorney
616 Bud Holmes Road
P. O. Box 68
Pinson, Al. 35126

ARTICLES OF INCORPORATION
OF
HARRIS AUTO PARTS, INC.

The undersigned, acting as incorporator of a corporation under the Alabama Business Corporation Act, adopts the following Articles of Incorporation for such corporation:

First: The name of the Corporation is

Harris Auto Parts, Inc.

Second: The period of its duration is perpetual.

Third: The purpose or purposes for which the corporation is organized is as follows:

(a) To conduct the business of an Automotive Parts House, which shall include dealing in all types of automobile parts and accessories to be used on motor vehicles of every description, sales both at retail and wholesale, primarily within Shelby County but not limited thereto. In addition, the corporation shall perform other services and conduct business transactions related to the operation of automotive parts distributors.

(b) To engage in the business of organization and promoting corporations, exporting, importing, buying, selling, or otherwise trading in or dealing in the manufacturing of products for a profit and to do and perform all acts as are reasonably necessary for the purpose of buying, selling, and manufacturing of products including the right to hypothecate or mortgage any of the same owned by the corporation.

(c) To borrow money for any purpose of the corporation and from time to time, without limit as to the amount, to draw, to make, to execute and issue promissory notes, drafts, bills of exchange, warrants, bonds, debentures and other negotiable instruments and evidence of indebtedness, and to secure the prompt payment thereof and of the interest thereon by mortgage on pledges, conveyance or assignment in trust of, the whole or any part of the assets of the corporation, real or personal.

(d) To discount any promissory note, draft, bill of exchange, warrant, bond and other negotiable or any other evidence of indebtedness, with or without recourse as may be determined by the Board of Directors.

707 Highway 25 Bypass
Columbiana, Ala

(e) To lend any capital funds or monies of the corporation as it may from time to time lawfully acquire upon such security, personal or real property, or mixed, as may be agreed upon between the corporation and the borrower.

Fourth: The aggregate number of shares which the corporation shall have authority to issue is 1,000 shares, having a par value of \$1.00 per share.

Fifth: Provisions for the regulation of the internal affairs of the corporation are governed by a set of By-Laws which are to be determined by the Board of Directors.

Sixth: The address of the initial registered office of the corporation is : 707 Highway 25 By Pass, Columbiana, Al. 35051 and the name of its initial registered agent at such address is Warren L. Harris.

Seventh: The number of directors constituting the initial Board of Directors of the Corporation is three, and the names and addresses of the persons who are to serve as directors until the first annual meeting of shareholders or until their successors are elected and shall qualify are:

<u>NAME</u>	<u>ADDRESS</u>
Warren L. Harris	Rt. 1, Box 406 Vincent, Al. 35178
Maxine S. Harris	Rt. 1, Box 406 Vincent, Al. 35178
Robert S. Harris	404 North Main St. Columbiana, Al. 35051

Eight: The name and address of the incorporator is:

Warren L. Harris
Rt. 1, Box 406
Vincent, Al. 35178

Dated this 1st day of July, 1985

Warren L. Harris
Warren L. Harris



STATE OF ALABAMA

I, Don Siegelman, Secretary of State, of the State of Alabama, having custody of the Great and Principal Seal of said State, do hereby certify

that pursuant to the provisions of Section 10-2A-26, Code of Alabama 1975, the corporate name _____

Harris Auto Parts, Inc.

is reserved as available based only upon an examination of the corporation records on file in this office for the exclusive use of Harris Auto Parts, Inc.

for a period of one hundred twenty days from this date. In the case of a domestic corporation, the name of the county in which the corporation was or is proposed to

be incorporated is Shelby. I further certify that as set out in

the application for reservation of corporate name, the Secretary of State's

office does not assume any responsibility for the availability of the corporate

name requested nor for any duplication which might occur.

In Testimony Whereof, I have hereunto set my hand and affixed the Great Seal of the State, at the Capitol, in the City of Montgomery, on this day.

May 1, 1985 - expires 8-30-85

Date -

Don Siegelman

Don Siegelman

Secretary of State

State of Alabama

SHELBY County

CERTIFICATE OF INCORPORATION

OF

HARRIS AUTO PARTS, INC.

The undersigned, as Judge of Probate of SHELBY County, State of Alabama, hereby certifies that duplicate originals of Articles of Incorporation for the incorporation of HARRIS AUTO PARTS, INC., duly signed pursuant to the provisions of Section 64 of the Alabama Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY the undersigned, as such Judge of Probate, and by virtue of the authority vested in him by law, hereby issues this Certificate of Incorporation of HARRIS AUTO PARTS, INC., and attaches hereto a duplicate original of the Articles of Incorporation.

GIVEN Under My Hand and Official Seal on this the 1st. day of JULY, 1985

STATE OF ALA. SHELBY CO.
I CERTIFY THIS
INSTRUMENT WAS FILED

1985 JUL -1 AM 10:47

Thomas A. Brundage, Jr.

Judge of Probate

Thomas A. Brundage, Jr.
JUDGE OF PROBATE

Rec 35.00
Jud 1.00
36.00



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