

ARTICLES OF AMENDMENT

OF

SouthEastern Parts, Inc.

KNOW ALL MEN BY THESE PRESENTS,

I, the undersigned, Milton L. Smith, Chairman of the Board of Directors of SouthEastern Parts, Inc., do hereby declare that on the 29th day of October, 1999, the Board of Directors of said corporation did adopt the Amendment to the Articles of Incorporation to said corporation as follows:

The original articles have hereby been amended in their entirety to reflect the following:

ARTICLE TWO:

The location of the principal office of the corporation formerly known and incorporated as:

4609 Hollow Lane
Helena, Alabama 35080

is hereby changed and the new location of the principal office of the corporation is:

7031 Highway 47
Shelby, Alabama 35143

ARTICLE EIGHT:

The location and mailing address of the initial registered office of the corporation formerly known and incorporated as:

4609 Hollow Lane
Helena, Alabama 35080


is hereby changed and the new location and mailing address of the initial registered office of the corporation is:

7031 Highway 47
Shelby, Alabama 35143

11/16/1999-46823
09:36 AM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE
002 CJ1 15.00

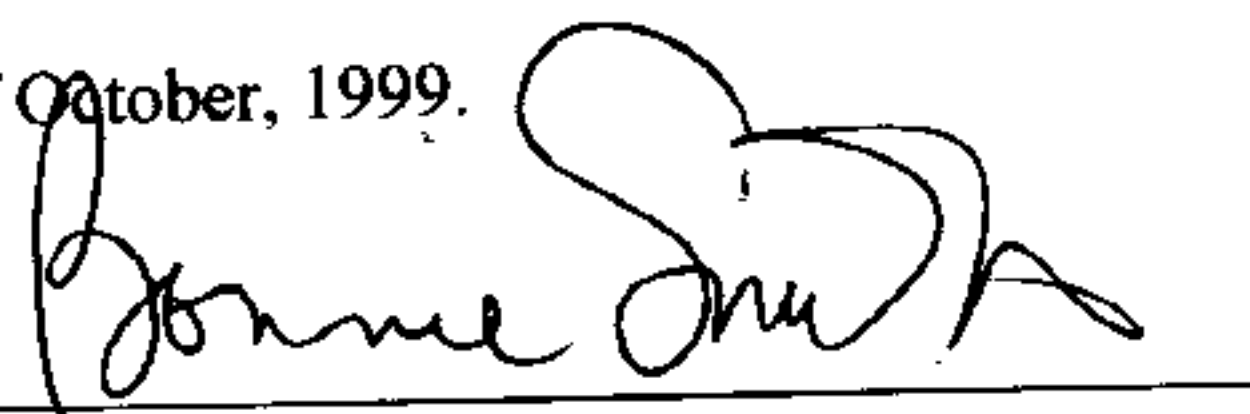
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The adoption of this Amendment was made without shareholder action, since shareholder action was not required.


Milton L. Smith
Chairman of the Board

I, Bonnie C. Smith, Secretary of SouthEastern Parts, Inc., an Alabama corporation, do hereby certify that all directors of said corporation have unanimously voted to adopt the foregoing amendment to the Articles of Incorporation.


Witness, my hand and seal this 29th day of October, 1999.


Bonnie C. Smith
Secretary

STATE OF ALABAMA)
Shelby COUNTY)

I, the undersigned, a Notary Public in and for said county and said state, hereby certify that Bonnie C. Smith, whose name as Secretary of SouthEastern Parts, Inc, an Alabama corporation, signed the foregoing amendment and who is known to me, did certify to me on this date that the contents of said amendment are true and correct.

Given under my hand and seal this 29th day of October, 1999.


Notary Public
My Commission Expires: 7-22-2000

Inst # 1999-46823

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09:36 AM CERTIFIED

SHELBY COUNTY JUDGE OF PROBATE

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