

**ARTICLES OF DISSOLUTION
OF
HARRIS AUTO PARTS, INC.**

20090109000007700 1/2 \$30.00
Shelby Cnty Judge of Probate, AL
01/09/2009 01:22:24PM FILED/CERT

Pursuant to the provisions of the Alabama Business Corporation Act, the undersigned corporation submits the following Articles of Dissolution:

FIRST: The name of the corporation is Harris Auto Parts, Inc. ("Corporation").

SECOND: The dissolution of the Corporation was authorized on December 29, 2008.

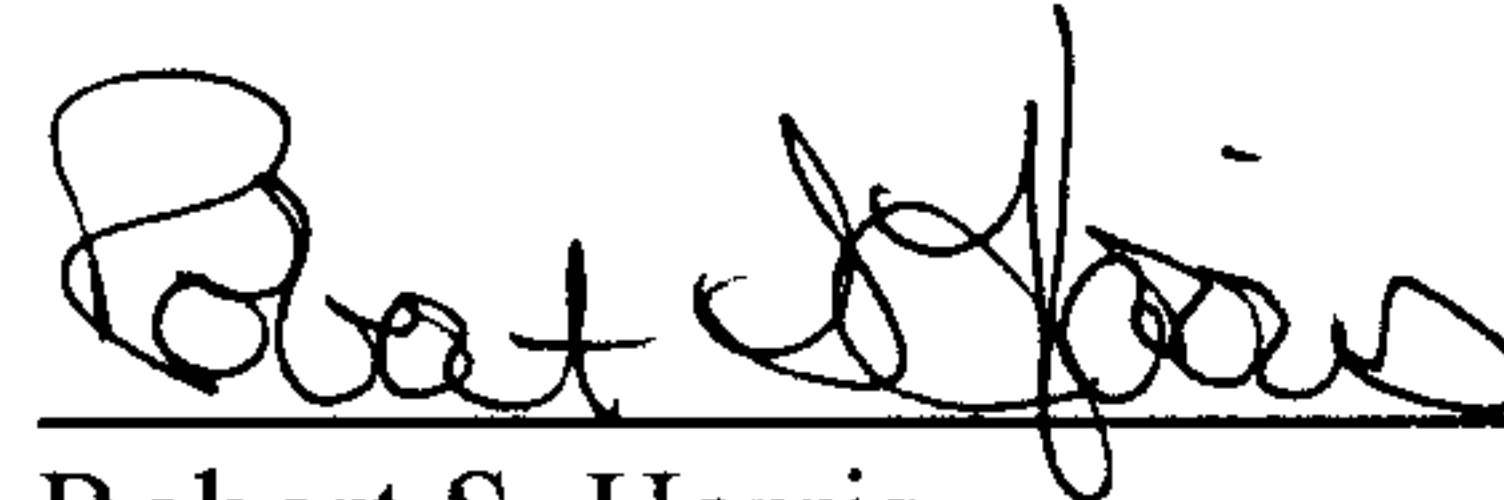
THIRD: The dissolution of the Corporation was approved by written consent of all shareholders of the Corporation in accordance with Section 10-2B-14.02(f) of the Alabama Business Corporation Act. A copy of the written consent executed by the sole shareholder of the corporation is attached hereto as Exhibit 1.

FOURTH: These Articles of Dissolution will be effective upon filing.

IN WITNESS WHEREOF, Harris Auto Parts, Inc., has caused these Articles of Dissolution to be executed by its duly authorized officer as of December 29, 2008

Harris Auto Parts, Inc.

By:



Robert S. Harris

Its: President

**UNANIMOUS WRITTEN CONSENT OF
SOLE SHAREHOLDER OF
HARRIS AUTO PARTS, INC.**

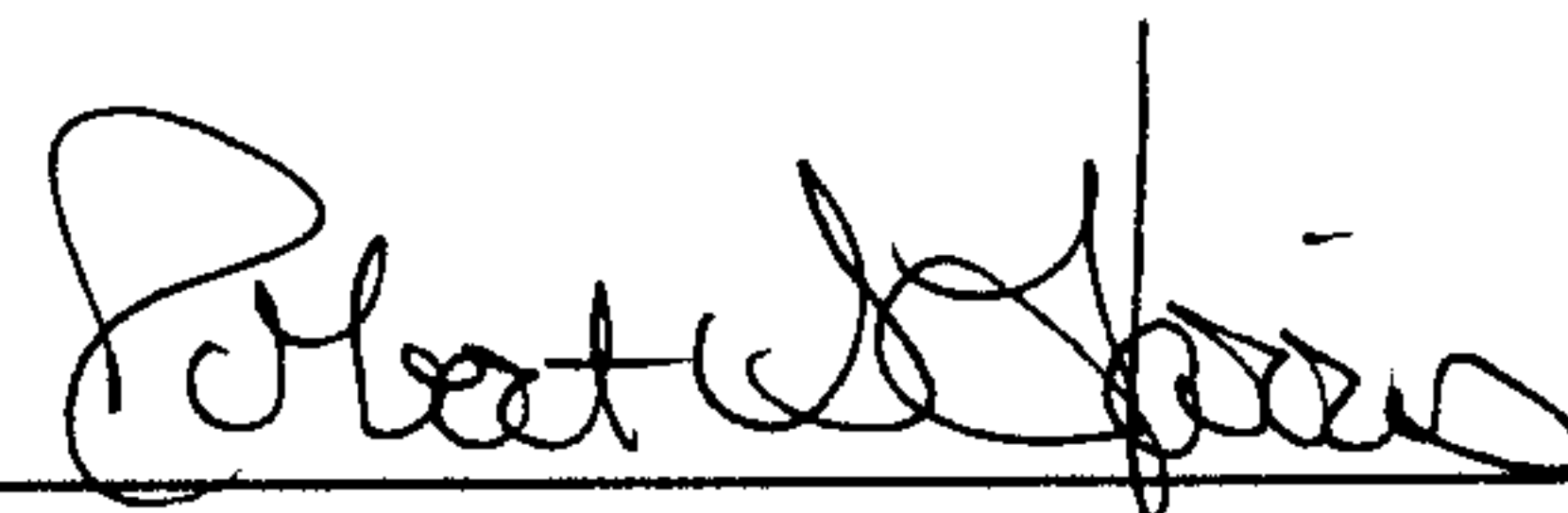
The undersigned, being the sole shareholder of Harris Auto Parts, Inc. ("Corporation"), an Alabama corporation, acting by this Unanimous Written Consent in lieu of holding a special meeting, consents to the adoption of the following resolutions and the taking of the actions referred to in such resolutions:

WHEREAS, the sole shareholder believes that it is in the best interests of the Corporation and its sole shareholder that the Corporation dissolve;

NOW THEREFORE, RESOLVED, that the Corporation's officers and directors are authorized and empowered to file articles of dissolution pursuant to Section 10-2B-14.03 of the Alabama Business Corporation Act; to give notice to creditors, if any, pursuant to Sections 10-2B-14.06 and 10-2B-14.07 of the Alabama Business Corporation Act; and to execute all other instruments and do all other things that they deem advisable to wind up the Corporation's affairs, pay or make provision for the Corporation's known liabilities, if any, distribute the Corporation's assets, and dissolve the Corporation; and that all actions taken by the Corporation's officers and directors in furtherance of the dissolution and complete liquidation of the Corporation prior to the date of this Written Consent are authorized, confirmed, ratified and approved.

The undersigned directs that this Unanimous Written Consent be filed with the minutes of the proceedings of the shareholder of the Corporation, and such resolutions will have the same force and effect as if they were adopted at a meeting at which the undersigned was personally present.

IN WITNESS WHEREOF, the undersigned has executed this Unanimous Written Consent as of December 29, 2008.


Robert S. Harris