

F. 980000004814

TRANSMITTAL LETTER

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: OSTLER INTERNATIONAL INC
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida",
"Certificate of Existence", and check are submitted to register the above referenced foreign corporation to
transact business in Florida.

800002622898-3
-08/24/98-01056-001
*****70.00 *****70.00

Please return all correspondence concerning this matter to the following:

STAN REED
(Name of Person)

NICHOLSON & REED, LTD
(Firm/Company)

300 EAST 4500 SOUTH
(Address)

SALT LAKE CITY UTAH 84107
(City/State/Zip)

Should you need to call someone concerning this matter, please call:

STAN REED at (801) 266-0400
(Name of Person) (Area Code & Daytime Telephone Number)

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TALLAHASSEE FLORIDA

COURIER ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

1. OSTLER INTERNATIONAL, INC
(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. UTAH 3. 87-0453814
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. JAN 13, 1988 5. PERPETUAL
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. ESTIMATED START DATE IS OCTOBER 1998
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 3170 SOUTH 900 WEST
SALT LAKE CITY, UTAH 84119
(Current mailing address)

8. SALES AND DISTRIBUTION OF AUTO BODY PARTS
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

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9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)

Name: CT CORPORATION SYSTEM
96 CT CORPORATION SYSTEM
Office Address: 1200 SOUTH PINE ISLAND ROAD
PLANTATION, Florida, 33324
(Zip code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

By Marcia J. Sunahara
(Registered agent's signature)
Marcia J. Sunahara, Asst. Vice President

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and addresses of officers and/or directors: (Street address ONLY - P.O. Box NOT acceptable)

A. DIRECTORS (Street address only - P.O. Box NOT acceptable)

Chairman: _____

Address: N/A

Vice Chairman: _____

Address: N/A

Director: DALE OSTLER

Address: 6291 SHENANDAH AVE

SALT LAKE CITY, UTAH 84121

Director: GARY OSTLER

Address: 9DD WEST 317D SOUTH

SALT LAKE CITY, UTAH 84119

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B. OFFICERS (Street address only - P.O. Box NOT acceptable)

President: GARY OSTLER

Address: 9DD WEST 317D SOUTH

SALT LAKE CITY UTAH 84119

Vice President: DONNELL OSTLER

Address: 1471 EAST 605D SOUTH

SALT LAKE CITY, UTAH 84121

Secretary: DALE OSTLER

Address: 6291 SHENANDAH AVE

SALT LAKE CITY, UTAH 84121

Treasurer: DALE OSTLER

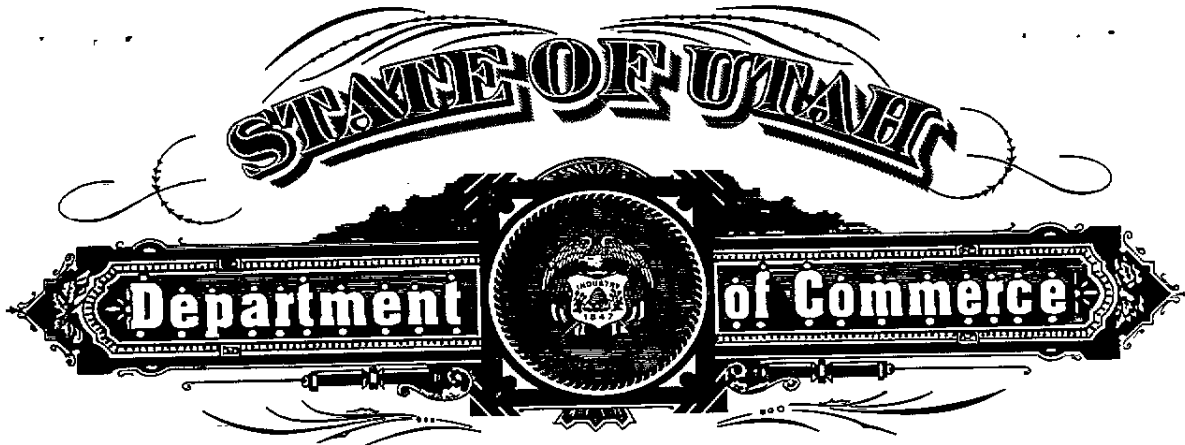
Address: 6291 SHENANDAH AVE

SALT LAKE CITY, UTAH 84121

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. [Signature] V.P.
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. DONNELL OSTLER VICE PRESIDENT
(Typed or printed name and capacity of person signing application)



**CERTIFICATION
OF GOOD STANDING**

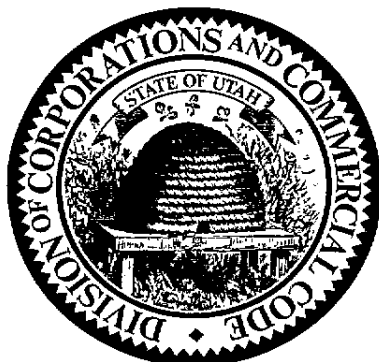
THE UTAH DIVISION OF CORPORATIONS AND COMMERCIAL
CODE HEREBY CERTIFIES THAT

OSTLER INTERNATIONAL, INC.

is a Utah corporation and is qualified to transact business in the State
of Utah, and that its most recent annual report required by Utah law
has been filed, and that Articles of Dissolution have not been filed.
A Certificate of Incorporation was issued from this office on
JANUARY 13, 1988 and said corporation is in good standing, as
appears of record in the offices of the Division.

This certification is not intended to reflect the financial condition,
business activity or practices of this corporation.

File Number: *CO 129454*



12TH

Dated this August _____ 98 day
of _____, 19 ____.


Lorena P. Rizzo
Division Director of
Corporations and Commercial Code

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TALLAHASSEE FLORIDA