

Filing and License Fee: \$310.00 minimum



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

Office of the Secretary of State
Division of Business Services
148 W. River Street
Providence, Rhode Island 02904-2615

BUSINESS CORPORATION

APPLICATION FOR CERTIFICATE OF AUTHORITY

Pursuant to the provisions of Section 7-1.2-1405 of the General Laws of Rhode Island, 1956, as amended, the undersigned foreign corporation hereby applies for a Certificate of Authority to transact business in the State of Rhode Island, and for that purpose submits the following statement:

1. The name of the corporation is AutoZone Parts, Inc.
2. It is incorporated under the laws of Nevada
3. The name, if different, which it elects to use in Rhode Island is:

(a) If the name of the corporation in its jurisdiction of incorporation does not contain the word "corporation", "company", "incorporated", or "limited" or an abbreviation thereof, then list the name of the corporation with the addition of one of the above corporate endings for use in Rhode Island:

(b) If the corporate name is not available in Rhode Island, then set forth below the fictitious name under which the corporation will qualify and transact business in Rhode Island as stated in the "Fictitious Business Name Statement" to be filed with this application:

4. The date of its incorporation is May 5, 1998 and the period of its duration is perpetual
5. The address of its principal office is 123 South Front Street, Memphis, TN 38103
6. The address of its proposed registered office in Rhode Island is 450 Veterans Memorial Parkway, Suite 7A,
(Street Address, not P.O. Box)
East Providence, RI 02914 and the name of its proposed registered agent in Rhode Island at
(City/Town) (Zip Code)
that address is C T Corporation System
(Name of Agent)
7. The purpose or purposes which it proposes to pursue in the transaction of business in Rhode Island are:
To engage in any lawful act or activity for which corporations may be organized, including but not limited to retail sale
of automotive parts and accessories
8. (a) The names and respective addresses of its directors (optional unless directors are required under the laws of the state or country of which it is incorporated).

	<u>Name</u>	<u>Address</u>
Director	<u>see attached list</u>	_____
Director	_____	_____
Director	_____	_____
Director	_____	_____

Form No. 150
Revised: 06/11

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By 229854
A.A. 2:04 p.m.

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SECRETARY OF STATE
CORPORATIONS DIV

(b) The names and respective addresses of its principal officers (mandatory if directors are not required under the laws of the state or country of which it is incorporated).

	<u>Name</u>	<u>Address</u>
President	see attached list	
Vice President		
Treasurer		
Secretary		

9. The aggregate number of shares which it has authority to issue; itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

<u>Number of Shares</u>	<u>Class</u>	<u>Series</u>	<u>Par Value or Statement that Shares are without Par Value</u>
1,000	Common		1.0

10. (a) \$ 5,001,268,843 = An estimate of the value of all property to be owned by the corporation for the following year, wherever located.
- (b) \$ 25,455,800 = An estimate of the value of the corporation's property to be located within Rhode Island during the following year.
- (c) .508986 % = An estimate, expressed as a percentage, of the proportion that the estimated value of the property of the corporation to be located within this state during the following year bears to the value of all property of the corporation to be owned during the following year, wherever located. {divide (b) by (a) and multiply by 100 to obtain the percentage}
11. (a) \$ 9,716,657,206 = An estimate of the gross amount of business to be transacted by the corporation during the following year.
- (b) \$ 33,366,389 = An estimate of the gross amount of business to be transacted by the corporation at or from places of business in Rhode Island during the following year.
- (c) .3433% % = An estimate, expressed as a percentage, of the proportion that the gross amount of business to be transacted by the corporation at or from places of business in this state during the following year bears to the gross amount thereof which will be transacted by the corporation during the following year. {divide (b) by (a) and multiply by 100 to obtain the percentage}
12. This application is accompanied by a certificate of Good Standing issued by the proper officer of the state or country under the laws of which it is incorporated.
13. This Application for Certificate of Authority shall be effective upon filing unless a specified date is provided which shall be no later than the 90th day after the date of this filing _____.

Under penalty of perjury, I declare and affirm that I have examined this Application for Certificate of Authority, including any accompanying attachments, and that all statements contained herein are true and correct.

Date: July 31, 2014

SSM
Signature of Authorized Officer of the Corporation

Brian Campbell

Type or Print Name of Authorized Officer

AutoZone Parts, Inc. Director and Officer List

Directors

William C. Rhodes III	123 South Front Street, Memphis, TN 38103
William T. Giles	123 South Front Street, Memphis, TN 38103
Kristen C. Wright	123 South Front Street, Memphis, TN 38103

Officers (all have an address of 123 South Front Street, Memphis, TN 38103)

William C. Rhodes III	Chairman, President & Chief Executive Officer
William T. Giles	Executive Vice President & Chief Financial Officer
Mark A. Finestone	Senior Vice President
William W. Graves	Senior Vice President
Ronald B. Griffin	Senior Vice President & Chief Information Officer
Thomas B. Newbern	Senior Vice President
Charlie Pleas III	Senior Vice President & Controller
Larry M. Roesel	Senior Vice President
Albert Saltiel	Senior Vice President
Michael Womack	Senior Vice President
Kristen C. Wright	Senior Vice President, General Counsel & Secretary
Jennie E. Anderson	Vice President
Rebecca W. Ballou	Vice President, Asst. General Counsel & Asst. Secretary
Benson Craig Blackwell	Vice President
Brian L. Campbell	Vice President & Treasurer
Philip B. Daniele III	Vice President
Anthony Dudek	Vice President
Robert A. Durkin	Vice President
Bill R. Edwards	Vice President
Joseph Espinosa	Vice President
Preston Frazer	Vice President
Stephany Goodnight	Vice President
Eric S. Gould	Vice President
James C. Griffith	Vice President
William R. Hackney	Vice President
Rodney Halsell	Vice President
Domingo Hurtado	Vice President
David Klein	Vice President
Kenneth S. Klein	Vice President
Trevor Klein	Vice President
Jeffery Lagges	Vice President
Maria Leggett	Vice President, Asst. General Counsel & Asst. Secretary
Grantland E. McGee Jr.	Vice President
Mitchell Major	Vice President
Ann A. Morgan	Vice President
John S. Murphy	Vice President
Jeffrey H. Nix	Vice President
Raymond A. Pohlman	Vice President
Elizabeth Rabun	Vice President
Anthony Dean Rose Jr.	Vice President
Joe Sellers	Vice President
Brett Shanaman	Vice President
Richard C. Smith	Vice President
Jamey Traywick	Vice President
Douglas L. Wines	Vice President
Solomon Woldelessie	Vice President
Lawrence Yeske	Vice President

SECRETARY OF STATE



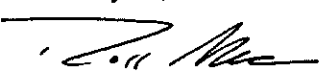
CERTIFICATE OF EXISTENCE WITH STATUS IN GOOD STANDING

I, ROSS MILLER, the duly elected and qualified Nevada Secretary of State, do hereby certify that I am, by the laws of said State, the custodian of the records relating to filings by corporations, non-profit corporations, corporation soles, limited-liability companies, limited partnerships, limited-liability partnerships and business trusts pursuant to Title 7 of the Nevada Revised Statutes which are either presently in a status of good standing or were in good standing for a time period subsequent of 1976 and am the proper officer to execute this certificate.

I further certify that the records of the Nevada Secretary of State, at the date of this certificate, evidence, **AUTOZONE PARTS, INC.**, as a corporation duly organized under the laws of Nevada and existing under and by virtue of the laws of the State of Nevada since May 5, 1998, and is in good standing in this state.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the Great Seal of State, at my office on July 31, 2014.




ROSS MILLER
Secretary of State

Electronic Certificate
Certificate Number: C20140731-5429
You may verify this electronic certificate
online at <http://www.nvsos.gov/>

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RECEIVED BY SECRETARY OF STATE