James R. Langevin, Secretary of State Corporations Division 100 North Main Street, Providence, Rt 02903-1335 401-277-3040

PROFIT CORPORATION ANNUAL REPORT 1997

Filing Period: January 1-March 1 • Filing Fee:

(FORM MUST BE TYPED IN BLACK)

1. Corporate ID No.

2. Name of Corporation

003646

Jim Carnegie, Inc.

3. Street Address Principal Business Office

State

RI

Zip

02840

6. SIC Code

Connell Highway 4. Business Phone No. 401-847-3940

5. State of Incorporation

Rhodes Island

7. Brief Description of the Character of Business Conducted in Rhode Island

Wholesale Auto Parts

8. NAMES AND ADDRESSES OF THE OFFICERS ("X" BOX FOR ATTACHMENT)

President Name

Vice President Name

Newport

David K. Carnegie

Marie J. Carnegie

98 Hargraves Drive

Street Address

Street Address

98 Hargraves Drive City

Zip

City

City

State

Portsmouth Secretary Name

Street Address

RI

02840

Treasurer Name

David K. Carnegie

Street Address

98 Hargraves Drive

Portsmouth

State RI Zip 02871

Portsmouth

RΙ

02871

9. NAMES AND ADDRESSES OF THE DIRECTORS (*X* BOX FOR ATTACHMENT)

Director Name

Street Address

City

City

David K. Carnegie

98 Hargraves Drive:

Director Name

Marie J. Carnegie

Street Address

98 Hargraves Drive

City

State

State

Portsmouth

Zip RI

Director Name

028711

Portsmouth

RI

02871

Director Name

Street Address

Street Address

State

Zlp

City

State

ZIp

10. SHARES AUTHORIZED AND ISSUED (*X* BOX FOR ATTACHMENT)

AUTHORIZED SHARES

Class/Series

Par Value

(SSUEE) SHARES Number of Shares

Class/Series

Par Value

Number of Shares 40,000

common

\$1.00

26.400

common

\$26,400

This report must be-signed in ink by either the President, Vice President, Secretary, Assistant Secretary, Treasurer, Receiver or Trustee

File Date: .

FOR SECRETARY OF STATE USE ONLY

SEC'Y OF STATE

Under penalty of perjury, I declare and affirm that I have examined this report, including any accompanying schedules and statements, and all statements contained perein are true and correct.

Signature of Officer

David K. Carnegie Print or Type Name of Officer

President and Treasurer

Title of Officer