

92414504

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SEAL OF THE STATE OF ILLINOIS
OFFICE OF THE SECRETARY OF STATE



Property of Cook County Clerk's Office

RECORDED
INDEXED
JUN 22 1992
CLERK OF COURT
CLERK COUNTY CLERK

Whereas, APPLICATION FOR CERTIFICATE OF AUTHORITY TO TRANSACT BUSINESS IN THIS STATE OF AUTOZONE, INC. INCORPORATED UNDER THE LAWS OF THE STATE OF NEVADA HAS BEEN FILED IN THE OFFICE OF THE SECRETARY OF STATE TO TRANSACT ALL BUSINESS IN ILLINOIS UNDER THE ASSUMED NAME OF AZO, INC AS PROVIDED BY THE "BUSINESS CORPORATION ACT" OF ILLINOIS, IN FORCE JULY 1, A.D. 1984.

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Now Therefore, I, George H. Ryan, Secretary of State of the State of Illinois, by virtue of the powers vested in me by law, do hereby issue this certificate and attach hereto a copy of the Application of the aforesaid corporation.

In Testimony Whereof, I hereto set my hand and cause to be affixed the Great Seal of the State of Illinois, at the City of Springfield, this 2ND day of JUNE A.D. 19 92 and of the Independence of the United States the two hundred and 16TH

829.00

George H Ryan
SECRETARY OF STATE

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Form **BCA-4.15/4.20**

APPLICATION TO ADOPT, CHANGE OR CANCEL, AN ASSUMED CORPORATE NAME

(Rev. Jul 1984)

File #

George H. Ryan
Secretary of State
Department of Business Services
Springfield, IL 62756
Telephone (217) 782-6961

FILED

SUBMIT IN DUPLICATE

This space for use by
Secretary of State

Date 6-3-92

Filing Fee \$110.00

Approved: [Signature]

Remit payment in check or money order, payable to "Secretary of State".

JUL 8 1992

GEORGE H. RYAN
SECRETARY OF STATE

- CORPORATE NAME: AutoZone, Inc.
- State or Country of Incorporation: Nevada
- Date incorporated (if an Illinois corporation) or date authorized to transact business in Illinois (if a foreign corporation): 6-2, 1992
(Complete No. 4 and No. 5 if adopting or changing an assumed corporate name.)
- The corporation intends to adopt and to transact business under the assumed corporate name of: AZO, Inc.
- The right to use the assumed corporate name shall be effective from the date this application is filed by the Secretary of State until 6-1, 1995, the first day of the corporation's anniversary month in the next year which is evenly divisible by five.
(Complete No. 6 if changing or cancelling an assumed corporate name.)
- The corporation intends to cease transacting business under the assumed corporate name of: n/a
- The undersigned corporation has caused this statement to be signed by its duly authorized officers, each of whom affirms, under penalties of perjury, that the facts stated herein are true.

Dated 4/1/92, 1992

Autozone, Inc.
(Exact Name of Corporation)

attested by [Signature]
(Signature of Secretary or Assistant Secretary)

by [Signature]
(Signature of President or Vice President)

John R. McCarroll, Jr., Asst. Secy.
(Type or Print Name and Title)

Charles T. Bell, Vice President
(Type or Print Name and Title)

NOTE: The filing fee to adopt or to change an assumed corporate name is \$20 plus \$2.50 for each month or part thereof between the date of filing this application and the date upon which the corporation may renew its use
The fee for cancelling an assumed corporate name is \$5 00.

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Form **BCA-13.15**

(Rev Jan 1991)

APPLICATION FOR CERTIFICATE OF AUTHORITY TO TRANSACTION BUSINESS IN ILLINOIS

SUBMIT IN DUPLICATE

George H Ryan
Secretary of State
Department of Business Services
Springfield, IL 62756
Telephone (217) 782-6961

FILED

JUN 2 1992

GEOGE H RYAN
SECRETARY OF STATE

This space for use by
Secretary of State

Date

6-3-92

License Fee

\$

Franchise Tax

\$ 44,322.72

Filing Fee

\$ 10.00

Penalties

\$ 71.34

Approved

7,5084.11

Payment must be made by certified check, cashier's check, Illinois attorney's check, Illinois C.P.A.'s check or money order, payable to "Secretary of State"

1. (a) CORPORATE NAME: Autozone, Inc.

(Complete item 1 (b) only if the corporate name is not available in this state.)

(b) ASSUMED CORPORATE NAME: AZC, INC

(By electing this assumed name, the corporation hereby agrees NOT to use its corporate name in the transaction of business in Illinois Form BCA 4.15 is attached.)

2. (a) State or Country of Incorporation: Nevada

(b) Date of Incorporation: 11/25/91

(c) Period of Duration: perpetual

3. (a) Address of the principal office, wherever located: 3030 Poplar Ave.

Memphis, TN 38111

(b) Address of principal office in Illinois: None

4. Name and address of the registered agent and registered office in Illinois.

Registered Agent C T CORPORATION SYSTEM

First Name

Middle Name

Last Name

Registered Office c/o C T CORPORATION SYSTEM, 208 S. La Salle Street

Number

Street

Suite #

Chicago

60604

Cook

City

Zip Code

County

5. States and countries in which it is admitted or qualified to transact business: currently qualifying in: AL AZ AR CA CO FL GA IN IA KY LA MI MS MO NE NM NY NC OH OK SC TN TX UT VA WV WI & WY

6. Names and residential addresses of officers and directors:

Name	No. & Street	City	State	Zip
President	please see attached			
Secretary				
Director				
Director				
Director				

If more than 3, attach list

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7. Purpose or purposes proposed to be pursued in transacting business in this state

(If not sufficient space to cover this point, add one or more sheets of this size.)

To engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of Nevada and permitted by the Illinois Business Corporation Act and the retail sale of automotive parts and accessories.

8. Authorized and issued shares:

Class	Series	Par Value	Number of Shares	
			Authorized	Issued
Common		\$.01	100,000,000	34,623,742
Preferred		\$.01	1,000,000	-0-

9. Paid-in Capital: \$ 125,820,094.00

("Paid-in Capital" includes the terms Stated Capital & Paid-in Surplus and is equal to the total of these accounts.)

10. (a) Give an estimate of the total value of all the property* of the corporation for the following year: \$ 340,000,000.00
- (b) Give an estimate of the total value of all the property* of the corporation for the following year that will be located in Illinois: \$ 4,621,854.00
- (c) State the estimated total business of the corporation to be transacted by it everywhere for the following year: \$ 900,000,000.00
- (d) State the estimated annual business of the corporation to be transacted by it at or from places of business in the State of Illinois: \$ 17,000,000.00

11. Interrogatories:

- (a) Office or offices to which all contracts with the corporation are forwarded for final acceptance: 3030 Poplar Ave. Memphis, TN 38111
- (b) Number of shares of all classes owned by residents of Illinois: 0
- (c) Number of shares of all classes owned by non-residents of Illinois: 34,623,742
- (d) Is the corporation transacting business in this state at this time? yes
- (e) If the answer to item 11(d) is yes, state the exact date on which it commenced to transact business in Illinois: 12/22/91

RECORDING DESK
BOX 170

12. This application is accompanied by a copy of the articles of incorporation, as amended, duly authenticated, within the last ninety (90) days, by the proper officer of the state or country wherein the corporation is incorporated.

13. The undersigned corporation has caused this statement to be signed by its duly authorized officers, each of whom affirms, under penalties of perjury, that the facts stated herein are true.

Dated January 14th, 19 92 AutoZone, Inc.
(Exact Name of Corporation)

attested by John R. McCarroll, Jr. by Charles T. Bell, Sr.
(Signature of Secretary or Assistant Secretary) (Signature of President or Vice President)

John R. McCarroll, Jr., Asst. Secy. Charles T. Bell, Sr. Vice President
(Type or Print Name and Title) (Type or Print Name and Title)

* PROPERTY as used in this application shall apply to all property of the corporation, real, personal, tangible, intangible, or mixed without qualifications.
** When the response to #11(a) lists ONLY an Illinois address, then the total business as reflected in #10(c) is also considered to be Illinois business for the purpose of computing the Illinois allocation factor. By signing this application, the corporation affirms that it is aware that the amount of paid-in capital, and consequently the amount of license fees and franchise taxes, may be proportionately higher due to the Illinois address shown under #11(a).

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AUTOZONE, INC.

LIST OF OFFICERS AND DIRECTORS

DIRECTORS

HOME ADDRESS

Henry H. Kravin	71 E. 71st St. New York, NY 10021
George K. Roberts	260 Atherton Ave. Atherton, CA 94027
Robert I. McDonnell	121 New Place Rd. Hillsborough, CA 94010
Michael W. Michelson	82 Sutherland Dr. Atherton, CA 94027
J. K. Hyde, III	455 Glenwood, Memphis, TN 38117
Peter K. Formanek	4185 Gwynno Rd., Memphis, TN 38111
Andrew M. Clarkson	270 Bromington Pl. Memphis, TN 38111
James F. Keegan	1461 W. Crestwood Dr., Memphis, TN 38119

OFFICERS

HOME ADDRESS

PHONE

Joseph R. Hyde, III CHAIRMAN OF THE BOARD	5455 Glenwood, Memphis, TN 38117	411-66-1742
Peter K. Formanek PRESIDENT	4185 Gwynno Rd., Memphis, TN 38117	075-34-3693
Andrew M. Clarkson SECRETARY/TREASURER	270 Bromington Pl. Memphis, TN 38111	011-40-6071
Thomas S. Hanemann SR. VICE PRESIDENT	106 Perkins Rd. S., Memphis, TN 38117	434-54-4605
Timothy D. Vargo SR. VICE PRESIDENT	2308 Littlemore Fairway, Memphis, TN 38018	200-46-2940
Charles T. Bell SR. VICE PRESIDENT	8446 Sherman Oaks Dr., Memphis, TN 38139	490-70-5603
Thomas L. Warringer SR. VICE PRESIDENT	5400 Park Ave., #102, Memphis, TN 38119	282-34-2878
Jerry Colley VICE PRESIDENT	2074 Kings Cross Ln., Memphis, TN 38018	244-92-7439
Phillip J. Jackson VICE PRESIDENT	RFD 1 Box 314C, Somerville, TN 38068	277-48-4865
Kenneth R. Jones VICE PRESIDENT	8499 Kettering, Memphis, TN 38018	415-66-7094
Leonard H. McCoy VICE PRESIDENT	794 Hickory Tree Cove, Memphis, TN 38017	405-46-3650
Dennis E. Roberts VICE PRESIDENT	695 Cedarbrake, Memphis, TN 38018	414-88-5003
Anthony D. Ross, Jr. VICE PRESIDENT	336 Eastland, Memphis, TN 38111	446-68-8415
Ronald R. Ayotte VICE PRESIDENT	9000 Farmoor Rd. #407, Memphis, TN 38139	527-06-2499
Jon L. Jurgens VICE PRESIDENT	195 Belvedere, Memphis, TN 38104	406-50-2988
William E. Shull III VICE PRESIDENT	3423 Summerdale, Memphis, TN 38133	274-66-5057
John R. McCarroll, Jr. ASSISTANT SECRETARY	2660 Tangbourne Dr., Memphis, TN 38119	411-62-9727

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BOX 170

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