

NAPA BOARD OF DIRECTORS MEETING

October 17, 1998
Waverly Hotel - Atlanta, Georgia

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

During the report, it was noted since the previous meeting, the Board members had approved several new NAPA product lines and the discontinuation of several NAPA product lines. The changes were:

Discontinued NAPA Product Lines
NAPA Temp – Supplied by Cooper Automotive

NAPA Battery Service Equipment – Supplied by Lincoln

NAPA Tapered Roller Bearings – Supplied by Timken

NAPA Oil Seals – Supplied by DANA

Powerglide Bearings – Supplied by L&S

New NAPA Product Lines
NAPA Temp – Supplied by Four Seasons

NAPA Battery Chargers – Supplied by Exide

NAPA Bearings – Added to Chicago Rawhide

NAPA Oil Seals – Supplied by Chicago Rawhide

Powerglide Bearings – Supplied by Chicago Rawhide

SCF-NAPA-7180



TruStop Master Cylinders	Prior Remanufacturing	A-1 Cardone
Power Brake Boosters	Prior Remanufacturing	United / A-1 Cardone
NAPA Brake Fluid	Pennzoil	Balkamp
United Light Duty Brake Drums	Balkamp	United / BPI Supplied by Brake Parts Inc.
United Speedometer Cables	BPE	Balkamp
Rainguard Wipers	Trico	NAPA Storm Vision Wipers Supplied by Balkamp
NAPA Antifreeze	Allied Signal & Valvoline	Valvoline Only
Remanufactured Clutches	Rayloc	Perfection Hy-Test
NAPA Oil Bath Seals (HD)	Dana	Triseal
Electrical (West Coast Mountain)	APE	Rayloc Power Electrical

Mr. Handschuh recommended that the firm Skalitzy and Noonan, Ltd. be appointed to serve as auditors of NAPA for 1999.

At the conclusion of the President's Report, a motion was made by Bob McKenna that this meeting and the actions taken since the previous meetings be deemed to serve as the Annual Meeting of the Corporation for 1999. The motion was seconded by Bob Susor and unanimously approved.

Mr. McKenna moved that the Annual Meeting of the Board for 2000 be held at this time and place. Larry Prince seconded the motion and it was approved unanimously. Mr. Handschuh made a motion that Skalitzy and Noonan, Ltd. be appointed to serve as auditors of NAPA for 2000. It was seconded by Bob Breci and approved unanimously.

Mr. McKenna asked for any old business to be brought before the Board and there was none. The Chairman then asked for any new business. There was none.

Tom Gallagher made a motion to adjourn the meeting. It was seconded by Bob Susor and passed unanimously. The meeting was adjourned at approximately 1:15 pm.

Respectfully submitted,



Steve Handschuh
President and Treasurer