

*98000015712*

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LAZARUS CORPORATE FILING SERVICE, INC.  
 (Requestor's Name)  
 3320 S.W. 87th AVENUE  
 (Address)  
 MIAMI, FLORIDA (305)552-5973  
 (City, State, Zip) (Phone #)  
 LOCAL REPRESENTATIVE TALLAHASSEE

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 \*\*\*\*122.50 \*\*\*\*122.50

OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. Genesis Bicycle Inc.  
 (Corporation Name) (Document #)
2. \_\_\_\_\_  
 (Corporation Name) (Document #)
3. \_\_\_\_\_  
 (Corporation Name) (Document #)
4. \_\_\_\_\_  
 (Corporation Name) (Document #)

FILED  
 98 FEB 17 PM 4:29  
 SECRETARY OF STATE  
 TALLAHASSEE, FLORIDA

- Walk in   
  Pick up time 2:00   
  Certified Copy  
 Mail out   
  Will wait   
  Photocopy   
  Certificate of Status

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

*[Handwritten signature]*

RECEIVED  
 98 FEB 17 PM 4:06  
 DIVISION OF CORPORATION

Examiner's Initials

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

=====

OF

GENESIS BICYCLE INC

The undersigned suscribers to these Articles of Incorporation natural persons competent to contract, hereby form a coporation under the Laws of the State of Florida.

ARTICLE 1 CORPORATE NAME

The name of the corporation is: GENESIS BICYCLE INC  
The principal address of the Corporation is: 3521 NW 20 St,  
Miami Florida 33142.

ARTICLE 2 DURATION

This corporation shall exist perpetually unless dissolved according to Florida Laws.

ARTICLE 3 PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the Laws of the United States and the State of Florida.

ARTICLE 4 CAPITAL STOCK

The corporation is authorized to issue One hundred shares (100) of One Dollar (\$1.00) par value Common Stock, which shall be designated "Common Shares".

ARTICLE 5 INITIAL REGISTERED OFFICER  
AND AGENT

The name and street address of the initial Registered agent of this corporation is:

FELIX R OTERO, 3521 NW 20 Street, Miami Fl 33142

ARTICLE 6 INITIAL BOARD OF DIRECTORS

The corporation shall have Two director initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but never shall be less than (2) The name and address of the initial directors are:

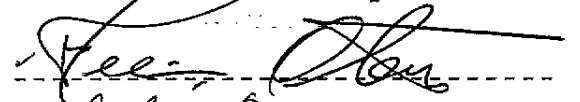

Felix R Otero 3521 NW 20 Street, Miami Fl 33142  
Celia M Otero 3521 NW 20 Street, Miami Fl 33142

ARTICLE 7 INCORPORATOR

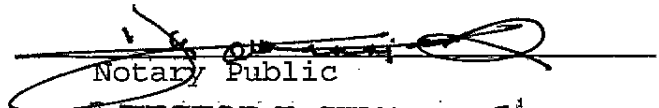
The name and address of the persons signing these Articles of Incorporation is:

Felix R Otero 3521 NW 20 Street, Miami Fl 33142  
Celia M Otero 3521 NW 20 Street, Miami Fl 33142

IN WITNESS WHEREOF, the undersigned suscriber have executed these Articles of Incorporation this 13 of February 1998.

  
\_\_\_\_\_  
  
\_\_\_\_\_

Sworn to and suscribed before me this 13th of February 1998

  
\_\_\_\_\_  
Notary Public

OFFICIAL NOTARY SEAL  
HECTOR R VINAJERAS  
NOTARY PUBLIC STATE OF FLORIDA  
COMMISSION NO. CC536803  
MY COMMISSION EXP. MAR. 24,2000

**HECTOR R. VINAJERAS**  
Notary's Name, Personally Known  
or Produced ID \_\_\_\_\_  
Type of ID Produced: \_\_\_\_\_

CERTIFICATE AND ACKNOWLEDGEMENT  
OF REGISTERED AGENT.

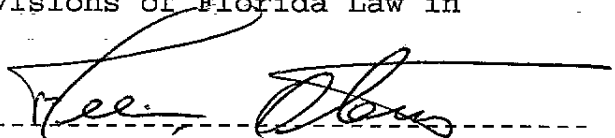
CERTIFICATE OF REGISTERED AGENT OF;

GENESIS BICYCLE INC

Pursuant to Florida Statutes Sections 48.091 and 607.034 the following is submitted: The above corporation desiring to organize under the Laws of the State of Florida with its registered office as indicated in the Articles of Incorporation at: 3521 NW 20th Street, Miami Fl 33142 has named Felix R Otero located at the foresaid address to be the Registered Agent of process within the State.

ACKNOWLEDGEMENT.

Having been named to accept services of process for the above stated corporation at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of Florida Law in keeping open said office.

  
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Registered Agent.

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

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