

F95000003210

TRANSMITTAL LETTER

TO: QUALIFICATION/TAX LIEN SECTION
DIVISION OF CORPORATIONS

000001510840
-06/12/95--01039--017
*****70.00 *****70.00

SUBJECT: TMA, Inc.
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

W95-12179

Timothy B. Poirier
(Name of Person)
Lowry Hill Law Office
(Firm/Company)
1900 Hennepin Avenue South
(Address)
Minneapolis, Minnesota 55403
(City, State and Zip Code)

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7-5

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Should you need to call someone concerning this matter, please call:

Timothy B. Poirier at (612) 872-0222
(Name of Person) Area Code & Daytime Telephone Number

COURIER ADDRESS:
Qualification/Tax Lien Sec.
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:
Qualification/Tax Lien Sec.
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

June 15, 1995

TIMOTHY B. POIRIER
LOWRY HILL LAW OFFICE
1900 HENNEPIN AVE. S.
MINNEAPOLIS, MN 55403

SUBJECT: TMA, INC.
Ref. Number: W95000012179

We have received your document for TMA, INC. and your check(s) totaling \$70.00. However, the document has not been filed and is being retained in this office for the following:

The name designated in your document is not available. Therefore, the corporation must adopt an alternate name for use in the state of Florida. To adopt an alternate name the corporation must submit a corporate resolution by the board of directors adopting the alternate name for use in the state of Florida. Please note the corporate resolution must be signed by the chairman, vice chairman, or an officer of the corporation. The alternate name must contain a corporate suffix. Such suffixes include: Corporation, Corp., Incorporated, Inc., Company, and CO.

Please RETURN ALL DOCUMENTATION to the ATTENTION of the CORPORATE SPECIALIST indicated.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6094.

Doug Dickinson
Document Specialist

Letter Number: 495A00029343

*1-904-488-9000
name available*

RESOLUTION OF BOARD OF DIRECTORS

I, the undersigned Mary A. Christensen, do hereby certify that this Resolution of the Board of Directors of TMA, Inc., a corporation duly organized and existing under the laws of the State of Minnesota, was duly adopted on June 29, 1995.

Resolved, that TMA, Inc., organized and existing in the State of Minnesota, hereby adopts the name Bike Key West, Inc. for use in Florida.

Dated: June 29, 1995

Mary A. Christensen
Signature of at least one director

Mary A. Christensen, Director

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LOWRY HILL LAW OFFICES

AN ASSOCIATION, NOT A PARTNERSHIP

WILLIAM J. HANLEY
TIMOTHY B. POIRIER
MARK V. LOFBTROM
—
OF COUNSEL
JOHN W. HARRIGAN

1900 HENNEPIN AVENUE SOUTH
MINNEAPOLIS, MINNESOTA 55403-3100
(612) 678-0888

LEGAL ASSISTANTS:
KATHI KAUPPI
CYNDY KOEPP-MALHEK
LUANN SKRIBETH

June 28, 1995

Mr. Doug Dickinson
Document Specialist
Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

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Re: Application for Registration of Foreign Corporation

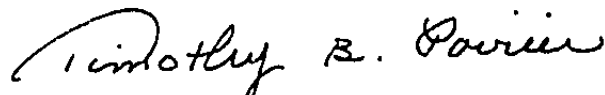
Dear Mr. Dickinson:

Pursuant to your request enclosed please find a Resolution of Board of Directors authorizing the Minnesota corporation known as TMA, Inc. to use the name Bike Key West, Inc. in the state of Florida. I have checked with the Division of Corporations and have been advised that the name "Bike Key West" is available. Further, pursuant to your instructions, I am returning copies of the transmittal letter and your June 15th letter with this correspondence.

If you have any further questions regarding this matter, please do not hesitate to contact me.

Sincerely,

LOWRY HILL LAW OFFICES


Timothy B. Poirier

TBP:clk
Enc.

cc: Ms. Mary A. Christensen

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACTION BUSINESS IN THE
STATE OF FLORIDA:

1. TMA, Inc.
(Name of corporation: must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or
abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person
or partnership if not so contained in the name at present.)

2. Minnesota 3. 41-1790790
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 09/16/94 5. perpetual
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. anticipate start up June 1995
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 617.155, F.S.)

<u>2606 Fogarty</u>	<u>245 120th Lane N.W.</u>
<u>Key West, FL 33040</u>	<u>Coon Rapids, Minnesota 55448</u>

(Current mailing address)

8. General Business Purposes
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

9. Name and street address of Florida registered agent:

Name: Timothy R. Christensen

Office Address: 2606 Fogarty

Key West, Florida, 33040
(Zip Code)

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10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Timothy R. Christensen
(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and addresses of officers and/or directors: (Street address ONLY- P. O. Box NOT acceptable)

A. DIRECTORS (Street address only- P. O. Box NOT acceptable)

Chairman: Mary A. Christensen

Address: 245 120th Lane N.W.
Coon Rapids, Minnesota 55448

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS (Street address only- P. O. Box NOT acceptable)

President: Mary A. Christensen

Address: 245 120th Lane N.W.
Coon Rapids, Minnesota 55448

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. Mary A. Christensen
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Mary A. Christensen, President
(Typed or printed name and capacity of person signing application)

State of Minnesota

SECRETARY OF STATE

Certificate of Good Standing

I, Joan Anderson Grove, Secretary of State of Minnesota, do certify that: The corporation listed below is a corporation formed under the laws of Minnesota; that the corporation was formed by the filing of Articles of Incorporation with the Office of the Secretary of State on the date listed below; that the corporation is governed by the chapter of Minnesota Statutes listed below; and that this corporation is authorized to do business as a corporation at the time this certificate is issued.

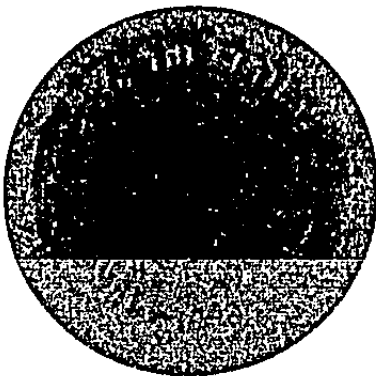
Name: TMA, Inc.

Date Formed: 08/16/1994

Chapter Governed By: 302A

This certificate has been issued on 06/01/95.

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Joan Anderson Grove
Secretary of State.