

L000000005857

OFFICE USE ONLY (Document #)

LAZARUS CORPORATE FILING SERVICE

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3320 S.W. 87 AVENUE

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MIAMI, FLORIDA (305)552-5973

(City, State, Zip) (Phone #)

TERESA ROMAN (TALLAHASSEE REPRESENTATIVE)

OFFICE USE ONLY

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

1. BIKESWHOLESALE COM, L.C.
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)

Walk in Pick up time 2:00

Certified Copy

Mail out Will wait

Photocopy

Certificate of Status

FILED
 00 MAY 22 PM 3:40
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

RECEIVED
 00 MAY 19 PM 3:20
 DEPARTMENT OF STATE
 DIVISION OF CORPORATIONS
 TALLAHASSEE, FLORIDA

w-13077 5/22

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input checked="" 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

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 -05/22/00-01008-015
 ***155.00 ***155.00

Examiner's Initials



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

May 19, 2000

LAZARUS
ATTN: TERESA ROMAN

SUBJECT: BIKESWHOLESALE.COM, L.C.
Ref. Number: W00000013077

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We have received your document for BIKESWHOLESALE.COM, L.C. and your check(s) totaling \$155.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Effective October 1, 1999, Chapter 608, Florida Statutes, does not require or permit the filing of an "Affidavit of Membership and Capital Contributions." Therefore, the enclosed document has not been filed and is being returned to you.

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 (850) 487-6958.

Lee Rivers
Document Specialist

Letter Number: 400A00028563

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DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION
FOR LIMITED LIABILITY COMPANY

ARTICLE I - Name

The name of the Limited Liability Company is: bikeswholesale.com, L.C.

ARTICLE II
Address

The mailing address and street address of the principal office of the Limited Liability Company is 6031 Columbiana Road, New Middletown, Ohio 44442.

ARTICLE III
Duration

The period of duration for the Limited Liability Company shall be for ninety nine (99) years.

ARTICLE IV
Management

The Limited Liability Company is to be managed by the managers. The manager names and addresses are as follows:

Dean Soroka
902 Larkridge Avenue
Youngstown, Ohio 44512

Gerald C. Rowan
6031 Columbiana Road
New Middletown, Ohio 44442

Gary Weidberg
414 College Avenue
Ithaca, New York 14850

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TALLAHASSEE FLORIDA

ARTICLE V
Admission of Additional Members

Members shall have the right to admit additional members according to the following terms and conditions: All members are required to vote on whether to admit any additional members. Members may conduct these matters telephonically, where a roll call will be taken for record keeping purposes. Each member's vote shall be weighted in proportion to the member's ownership percentage in accordance with Article IV.

ARTICLE VI
Members Rights to Continue Business

Upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the limited liability company, the operating agreement shall contain the terms and conditions for the continuation of the business by the remaining members.

ARTICLE VII
REGISTERED AGENT

The name and street address of the initial registered agent of the Corporation is:
David L. Hatton
2250 S.W. 3rd Avenue, 5th Floor
Miami, Florida 33129

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Organization this 17 day of May, 2000.


Gerald C. Rowan

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

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The undersigned member or authorized representative of a member of bikeswholesale.com, L.C. certifies:

Gerald C. Rowan

Signature of a member or an authorized representative of a member.

(In accordance with section 608.408(3), Florida Statutes, the execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

Gerald C. Rowan
Typed or printed name of signee.

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

STATE OF OHIO)
) S.S.
COUNTY OF MARTIN)

BEFORE ME, the undersigned authority, personally appeared Gerald C. Rowan, to me known or who has produced OHIO D.L. as identification, to be the person described in and who subscribed to the above Articles of Organization, and who did freely and voluntarily acknowledge before me according to law that he made and subscribed the same for the uses and purposes therein mentioned.

SWORN TO and SUBSCRIBED before me, in the County and State last aforesaid on this 17 day of May, 2000.

Thomas W. Dobson
NOTARY PUBLIC,
State of Ohio

My Commission Expires:

THOMAS W. DOBSON, Notary Public
State of Ohio
My Commission Expires Oct. 1, 2002

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TALLAHASSEE FLORIDA

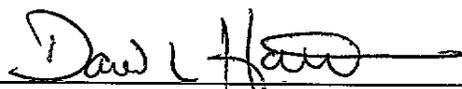
**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 or 617.0501, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the limited liability company is bikeswholesale.com, L.C.
2. The name and address of the registered agent and office is:

David L. Hatton
2250 S.W. 3rd Avenue, 5th Floor
Miami, Florida 33129

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, 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 relating to the proper and complete performance of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.



David L. Hatton

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

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