

M 11 000000 171

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP     WAIT     MAIL

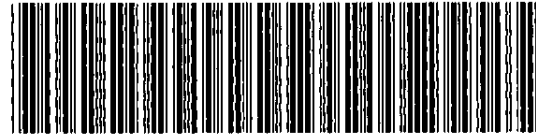
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

Office Use Only



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RECEIVED  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
2011 JAN 11 AM 10:40  
NOT RECORDED  
TO ACKNOWLEDGE  
SUFFICIENCY OF FILING

B. KOHR  
JAN 13 2011  
EXAMINER

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
11 JAN 11 PM 3:33



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

FILED STATE  
SECRETARY OF CORPORATIONS  
11 JAN 11 PM 3:33

January 12, 2011

TROY TODD  
CSC  
TALLAHASSEE, FL

**RESUBMIT**  
Please give original  
submission date as file date.

SUBJECT: J&P CYCLES, LLC OF DELAWARE  
Ref. Number: W11000002135

We have received your document for J&P CYCLES, LLC OF DELAWARE and the authorization to debit your account in the amount of \$125.00. However, the document has not been filed and is being returned for the following:

You are aware of the fact that the name J&P CYCLES, LLC is not available in Florida, and so this Delaware company will have to adopt an alternate name for transacting business in Florida.

The alternate name a company adopts must conform to Florida's name laws, and in Florida the "LLC" suffix is required to be at the end of a name.

Therefore, this company cannot use the alternate name "J&P CYCLES, LLC OF DELAWARE", but it could use the alternate name "J&P CYCLES OF DELAWARE, LLC".

ALSO, in addition to specifying the alternate name in the Foreign LLC Application, you must submit a signed WRITTEN CONSENT TO ADOPT ALTERNATE NAME FORM. This form is attached.

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) 245-6914.

Buck Kohr  
Regulatory Specialist II

Letter Number: 111A00001124

RECEIVED  
11 JAN 13 PM 1:41  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA



CORPORATION SERVICE COMPANY

ACCOUNT NO. : I20000000195
REFERENCE : 618032 4302815
AUTHORIZATION : [Signature]
COST LIMIT : \$ 125,000

FILED STATE
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
11 JAN 11 PM 3:33

ORDER DATE : December 20, 2010
ORDER TIME : 9:36 AM
ORDER NO. : 618032-030
CUSTOMER NO: 4302815

FOREIGN FILINGS

NAME: J&P CYCLES, LLC

XXXX QUALIFICATION (TYPE: LL)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- CERTIFIED COPY
XX PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Troy Todd -- EXT# 2940

EXAMINER: \_\_\_\_\_



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

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is:

J&P Cycles, LLC

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If unavailable, the alternate to be used in the state of Florida is:

J&P Cycles Destination Daytona, LLC

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2. The name and the Florida street address of the registered agent and office are:

Corporation Service Company

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(Name)

1201 Hays Street

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Florida Street Address (P.O. Box **NOT** ACCEPTABLE)

Tallahassee

---

FL 32301

City/State/Zip

*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 my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, Florida Statutes.*

Corporation Service Company

By: 

(Signature)

**Troy Todd  
as its agent**

---

\$ 100.00	Filing Fee for Application
\$ 25.00	Designation of Registered Agent
\$ 30.00	Certified Copy (optional)
\$ 5.00	Certificate of Status (optional)

**WRITTEN CONSENT TO ADOPT ALTERNATE NAME FOR USE IN THE STATE OF FLORIDA**

We, the undersigned, do hereby certify that we are the Managers and/or Managing

Members of J&P CYCLES, LLC  
(Name of Limited Liability Company)

a limited liability company duly organized and existing under the laws of  
Delaware  
(State or Country of Organization)

Because the name of this foreign limited liability company does not satisfy the requirements of the s. 608.406, F.S., the limited liability company hereby adopts the following name to transact business in the state of Florida:

J&P Cycles Destination Daytona, LLC  
(Name to be used by limited liability company in Florida. NOTE: Name must end with Limited Liability Company, L.L.C., or LLC.)

Date: 1/12/2011

Signature(s) of Manager(s) and/or Managing Member(s):

/s/Michael Moore  
\_\_\_\_\_  
\_\_\_\_\_  
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\_\_\_\_\_  
\_\_\_\_\_

Authorized Representative  
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\_\_\_\_\_

# Delaware

PAGE 1

*The First State*

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "J&P CYCLES, LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-FIRST DAY OF DECEMBER, A.D. 2010.

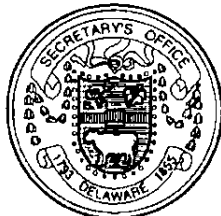
AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "J&P CYCLES, LLC" WAS FORMED ON THE TENTH DAY OF DECEMBER, A.D. 2010.


AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE NOT BEEN ASSESSED TO DATE.

4910995 8300

101214347

You may verify this certificate online  
at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)



  
Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 8443194

DATE: 12-21-10