

m98000001274

TREISER, KOBZA & VOLPE, CHTD.

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October 26, 1998

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+ Also admitted in Kentucky

+ Board Certified Tax Attorney

Corporate Records Bureau
Division of Corporations
409 East Gaines Street
Post Office Box 6327
Tallahassee, Florida 32399

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-10/28/98--01074--001
****285.00 ****285.00

Re: Pedal Power, LLC.
Our File Number: 4125.001

Dear Reader:

Enclosed you will find an original and one (1) copy of the Affidavit of Membership and Contributions of Foreign Limited Liability Company for Pedal Power, LLC. together with our firm check in the sum of \$285.00 which sum represents your filing fee.

Kindly return to my attention a certified copy of said Affidavit of Membership.

If you have any questions regarding this matter, please feel free to contact me. Thank you very much for your attention and consideration.

Very truly yours,

TREISER, KOBZA & VOLPE, CHTD.

Name	10/30/98
Availability	cler
Document	Leslie L. Browning, Paralegal
Examiner	For The Firm
Updater	e-mail-llbrowning@tkvnaples.com
Updater	/llb
Verifier	Enclosures DCC
no ledgerment	DCC
W. P. Verifier	DCC

FILED
98 OCT 28 AM 10:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CA\WINDOWS\DESKTOP\Working Items - Leslie\Leslie's Docs\Corporate Forms Most Often Used\Letter To Secretary Of State Re Filing Of Aff Of Membership Re Foreign LLC

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TITLE:

**AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS OF FOREIGN
LIMITED LIABILITY COMPANY**

The undersigned member or authorized representative of a member of Pedal Power, LLC
_____ deposes and says:

1) the above named limited liability company has at least two members

2) the total amount of cash contributed by the member(s) is

\$ 79,000.00

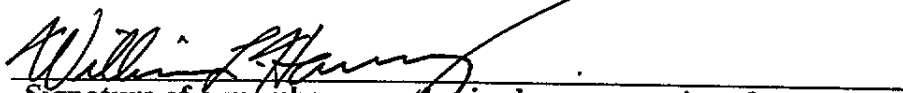
3) if any, the agreed value of property other than cash contributed by member(s) is
A description of the property is attached and made a part hereto.

\$ None

4) the amount of cash or property anticipated to be contributed by member(s) is
This total includes amounts from 2 and 3 above.

\$ None

5) the total amount of cash or property anticipated to be contributed by member(s) is \$ 79,000.00



Signature of a member or 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.)

Filing Fee: \$250.00 for Application and Affidavit

**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 IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is:

Pedal Power, LLC, an Alabama Limited Liability Company

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

William L. Harvey

(Name)

3465 Bonita Beach Road, Suite 6

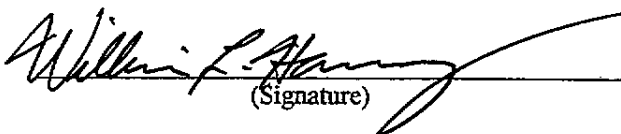
(P.O. Box or Mail Drop Box **NOT** ACCEPTABLE)

Bonita Springs, Florida 34134

(City/State/Zip)

FILED
98 OCT 28 AM 10:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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.


(Signature)

October 14, 1998

(Date)

Filing Fee: \$ 35 for Designation of Registered Agent

STATE OF ALABAMA

I, Jim Bennett, Secretary of State of the State of Alabama, having custody of the Great and Principal Seal of said State, do hereby certify that the domestic corporate records on file in this office disclose that Pedal Power, L.L.C. organized in the office of the Judge of Probate of Baldwin County on May 20, 1998. I further certify that the records do not disclose that said Pedal Power, L.L.C. has been dissolved.

FILED

98 OCT 28 AM 10:00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA



In Testimony Whereof, I have hereunto set my hand and affixed the Great Seal of the State, at the Capitol, in the City of Montgomery, on this day.

October 5, 1998

Date

Jim Bennett

Jim Bennett

Secretary of State