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TREISER, KOBZA & VOLPE, CHTD.

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October 26, 1998

Richard Shapack 0+ of Counsel

William L. Rogers of Counsel

- * Also admitted in Iowa
- O Also admitted in Michigan
- + Also admitted in New York
- 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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Thank you

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. very much for your attention and consideration.

Very truly yours, FREISER, KOBZA & VOLPE, CHTD. Name 8D/0E Availability ExamineLeslie L. Browning, Paralegal For The Firm Undatere-mail-librowning@tkvnaples.com 711b

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Enclosures

ledgement DCC no C:\WINDOWS\DESKTOP\Workin Leslie'Leslie's Docs'Corporate Forms Most Often Used'Letter To Secretary Of State Re Filing Of Aff Of Membership Re Foreign LLC

DCC P. Verifyer

128100000PP

APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:

Name of foreign limited liability company mus o contained in the name at present.)	st end with the w	ords "limited company" or the	ir abbreviation "L.C."	if not
Alabama .		63-1200577		
urisdiction under the law of which foreign lim mpany is organized)	ited liability	(FEI number, i	f applicable)	
May 20, 1998	5.		-	
(Date of Organization)		(Duration: Year limited liabi exist or "perpetual")	lity company will eas	e to
October 1, 1998			VECKE	8 _
(Date first transacted business in	Florida. (See se	ections 608.501, 608.502, and 8	817.155, F.S.) 😹 📃	을 끌
3465 Bonita Beach Road, Suite 6	5			, m
Project G. 1 To 11 October			끝∽	夏ロ
Bonita Springs, Florida 34134 (Si	treet address of p	principal office)		<u>\$</u>
•	•		H A	00
Il manage the foreign limited liability of	company in Fl	orida: (attach additional p	age if necessary)	
Ill manage the foreign limited liability of NAME & ADDRESS:	company in Fl	g member[MGRM] or man orida: (attach additional p NAME & ADDRESS	age if necessary)	
Ill manage the foreign limited liability of NAME & ADDRESS: William L. Harvey	TTTLE: Manager	orida: (attach additional p	age if necessary)	
NAME & ADDRESS: William L. Harvey 3465 Bouita Beach Road,	TITLE: Manager Ste 6	orida: (attach additional p	age if necessary)	
Ill manage the foreign limited liability of NAME & ADDRESS: William L. Harvey	TITLE: Manager Ste 6	orida: (attach additional p	age if necessary)	
NAME & ADDRESS: William L. Harvey 3465 Bouita Beach Road,	TITLE: Manager Ste 6	orida: (attach additional p	age if necessary)	 . .
NAME & ADDRESS: William L. Harvey 3465 Bouita Beach Road,	TITLE: Manager Ste 6	orida: (attach additional p	age if necessary)	
Il manage the foreign limited liability of NAME & ADDRESS: William L. Harvey 3465 Bouita Beach Road,	TITLE: Manager Ste 6	orida: (attach additional p	age if necessary)	
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William L. Harvey 3465 Bouita Beach Road,	TITLE: Manager Ste 6	orida: (attach additional p	age if necessary)	

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS OF FOREIGN LIMITED LIABILITY COMPANY

The undersigned member or authorized representative of a member ofPedal_Pc	wer, 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	\$ 79,000 000				
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 28				
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 OATE				
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 608.468(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.

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1.	Pedal Power, LLC, an Alabama Limited Liability Company			V
2.	The name and address of the registered agent and office are:	SEC	98	<u>-</u> .
	William L. Harvey		130	1
	(Name)	SE	28	
	3465 Bomita Beach Road, Suite 6	TS.	Ď ₹	D
	(P.O. Box or Mail Drop Box NOT ACCEPTABLE)	ORIDA TATE	00	
	Bonita Springs, Florida 34134			
	(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.

Willing Gignature)
October 14, 1998
(Date)



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.

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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

Jin Bennett

Jim Bennett

Secretary of State