

P000000013081
MICHAEL A. CROAK, P.A.

Attorney at Law
14229 U.S. Highway 441
Tavares, Florida 32778

Phone (352) 343-0770
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January 31, 2000

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*****78.75 *****78.75

Corporate Records Bureau
Division of Corporations
PO Box 6327 409 E. Gaines St
Tallahassee, Florida 32314 32397

Re: Articles of Incorporation for Bicycles of Leesburg, Inc.

Dear Sirs/Ladies:

I request that you find enclosed for filing the original Articles of Incorporation for the above referenced corporation and a check for \$78.75 representing the following fees:

Filing Fee	\$ 35.00
Designation of Registered Agent	35.00
Certified Copy	<u>8.75</u>
TOTAL	\$78.75

If all is in order, I would request that the Articles of Incorporation be properly filed and that the Certificate of Incorporation and certified copy of the articles be forwarded to our office at the above address.

Thank you in advance for your prompt attention to this matter.

Sincerely,



Michael A. Croak

MAC/eaw
Enclosure

FILED
00 FEB -2 PM 12:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

g/s/h

ARTICLES OF INCORPORATION
OF
BICYCLES OF LEESBURG, INC.

We, the undersigned, hereby make, subscribe, acknowledge and file these Articles for the purpose of becoming a corporation under the laws of the State of Florida.

ARTICLE I

The name of the corporation is BICYCLES OF LEESBURG, INC.

ARTICLE II

The corporation shall have perpetual existence.

ARTICLE III

The corporation is organized for the general purposes of transacting any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE IV

The corporation is authorized to issue a maximum number of 1,000 shares of the par value of \$1.00 per share, all of which shall be common stock.

The shareholders of the corporation entitled to vote may enter into written agreements subjecting the disposition or transfer of any or all common stock of the corporation to reasonable restraint by sale, assignment, pledge, will, inter vivos gift, or any other method of transfer or encumbrance of said stock.

In the event that the holders of common stock of the corporation enter into an agreement wherein they impose reasonable restraints upon the transferability of the common stock of the corporation, such stock shall not be eligible for transfer on the books of the corporation unless and until all of the terms and conditions of such agreement are met.

Transfers of any class of stock of the corporation shall only be transferable upon the books of the corporation.

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00 FEB -2 PM 12:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE V

The initial registered office, the principal office and mailing address in this state of the corporation is 716 14th Street, Leesburg, Florida 32748, and the name of the initial registered agent at such address is Michael A. Croak, who by execution hereof acknowledges that he is familiar with and accepts the duties and responsibilities as registered agent for said corporation.

ARTICLE VI

The corporation shall have at least one (1) director, but the bylaws may provide for such increase in number thereof as is authorized by law.

The Board of Directors of the corporation is authorized to fix the salaries of the corporate officers and directors regardless of whether or not such directors, when fixing such salaries, are fixing their own compensation for services rendered by them to the corporation, in whatever capacity.

The name and street address of the member of the first Board of Directors is as follows:

NAME	ADDRESS
Michael A. Croak	14229 U. S. Highway 441 Tavares, Florida 32778

ARTICLE VII

The corporation shall have a President and Secretary/Treasurer, each of whom may be members of the Board of Directors, and the corporation may have any such other and additional officers as may be authorized by its bylaws.

ARTICLE VIII

The names and street address of the incorporator of the Articles of Incorporation is as follows:

NAME	ADDRESS
Michael A. Croak	14229 U. S. Highway 441 Tavares, Florida 32778

ARTICLE IX

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors and shareholders.

ARTICLE X

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the shareholders, and approved at the shareholders' meeting by a majority of the shareholders entitled to vote thereon, unless all the directors and all of the shareholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

ARTICLE XI

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

DATED this 31st day of January, 2000.

WITNESSES:

Parula S. Cord

Michael A. Croak
Michael A. Croak, Incorporator and
Registered Agent

FILED
00 FEB - 2 PM 12:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Nichelle C. Degan

STATE OF FLORIDA
COUNTY OF LAKE

Before me, the undersigned authority duly authorized to administer oaths and take acknowledgments in the State of Florida, personally appeared Michael A. Croak to me known to be the person described as incorporator and registered agent in and who executed the foregoing Articles of Incorporation and who has produced his Florida Drivers License as identification.

Witness my hand and official seal in the County and State aforesaid this 31st day of January, 2000.



Elizabeth Ann Williams
MY COMMISSION # CC840285 EXPIRES
June 12, 2003
BONDED THRU TROY FAIN INSURANCE, INC.

Elizabeth Ann Williams
Notary Public

My Comm. Exp.: 6/12/2003