

P00000026052

LANE TROHN  
ATTORNEYS AT LAW

ROBERT L. BERTRAND  
ROBERT L. BRUNY  
FRANK B. CAMPBELL  
MARK G. CAPRON  
CONNIE C. DURRENCE  
CHRISTOPHER M. FEAR  
MITCHELL D. FRANKS  
STEPHEN B. FRENCH  
DAVID D. HALLOCK, JR.  
JACK P. JAMES, III  
AMANDA P. JARRET  
MARK N. MILLER  
E. ALVARO PUJOL  
S. R. RODENBERY  
NEIL A. RODENBERY  
LOUISE W. SPIVEY  
KINGSWOOD SPROTT, JR.  
ROBERT G. STOKES  
JANET M. STUART  
JONATHAN B. TROHN  
ROBERT L. TROHN  
JOHN K. VREELAND  
TED W. WEEKS, III  
THEODORE W. WEEKS, IV  
A. H. LANE (RETIRED)

DAVID D. HALLOCK, JR.  
LAKELAND OFFICE

March 6, 2000

Division of Corporations  
Florida Secretary of State  
409 East Gaines Street  
Tallahassee, Florida 32314

300003162753--9  
-03/08/00-01095-003  
\*\*\*\*\*87.50 \*\*\*\*\*87.50

Re: British Cycles, Inc.

Gentlemen:

Enclosed please find the original and one copy of Articles of Incorporation for a new Florida corporation to be known as British Cycles, inc. Our search of the Secretary of State's On-Line Records indicated that this name is available for a Florida corporation. Please file the original Articles and return the copy to me, duly certified to show the date of filing. Please note that the corporate existence is to commence as of the filing of the Articles of Incorporation.

We also require a Certificate of Status. Therefore, enclosed is this firm's check in the amount of \$87.50 to cover the following:

Filing Fee	\$70.00
Certified Copy Fee	\$ 8.75
Certificate of Status	\$ 8.75

If there are any questions concerning these Articles, I would appreciate your telephoning me collect at (941) 284-2208. Thanking you for your usual cooperation, I am

Very truly yours,

David D. Hallock, Jr.

DDH/sb  
Enclosures

FILED  
00 MAR -8 PM 1:43  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

LANE, TROHN, BERTRAND & VREELAND, P.A.

ONE LAKE MORTON DRIVE • P.O. BOX 3 • LAKELAND, FLORIDA 33802-0003 • PHONE (863) 284-2200 • FAX (863) 688-0310  
WWW.LANETROHN.COM

PD 3/14/2000

**ARTICLES OF INCORPORATION**  
**OF**  
**BRITISH CYCLES, INC.**

FILED  
00 MAR -8 PM 1:43  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE I - NAME**

The name of this corporation is British Cycles, Inc.

**ARTICLE II - PRINCIPAL OFFICE**

The address of the principal office of this corporation is 2305 Beechwood Court, Plant City, Florida 33566, and the mailing address of this corporation is 2305 Beechwood Court, Plant City, Florida 33566.

**ARTICLE III - DURATION**

This corporation shall have perpetual existence, commencing on the filing of these Articles.

**ARTICLE IV - PURPOSE**

This corporation is organized for the purpose of transacting any and all lawful business.

**ARTICLE V - CAPITAL STOCK**

This corporation is authorized to issue 10,000 shares of voting common stock having a par value of \$1.00 per share.

**ARTICLE VI - INITIAL REGISTERED OFFICE  
AND REGISTERED AGENT**

The street address of the initial registered office of this corporation is 2305 Beechwood Court, Plant City, Florida 33566 and the name of the initial registered agent of this corporation at that office is Kelly J. Bare.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have two director(s) initially. The number of directors may be either increased or diminished from time to time in accordance with the Bylaws, but shall never be less than one (1). The name(s) and address(es) of the initial director(s) of the corporation is or are:

Kelly J. Bare  
2305 Beechwood Court  
Plant City, FL 33566

Sharman Bare  
2305 Beechwood Court  
Plant City, FL 33566

ARTICLE VIII - INCORPORATOR

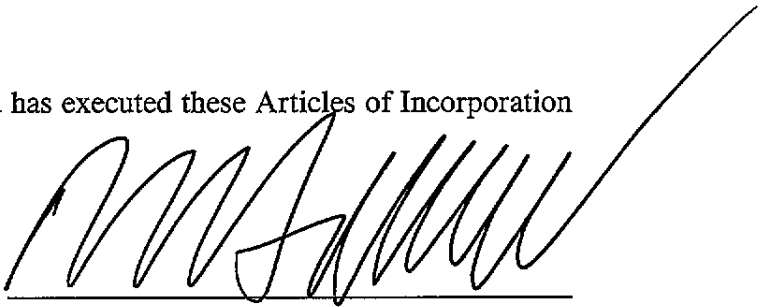
The name and address of the Incorporator is:

David D. Hallock, Jr.  
Lane, Trohn, Bertrand & Vreeland, P.A.  
One Lake Morton Drive  
Lakeland, FL 33801

ARTICLE IX - INDEMNIFICATION

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

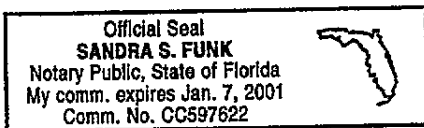
IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation  
this 3<sup>d</sup> day of March, 2000.

A large, stylized handwritten signature in black ink, appearing to read 'D. Hallock, Jr.', is written over a horizontal line.

DAVID D. HALLOCK, JR.

STATE OF FLORIDA  
COUNTY OF POLK

The foregoing Articles of Incorporation were acknowledged before me this 3<sup>rd</sup> day of March, 2000, by DAVID D. HALLOCK, JR., who is personally known to me ~~or who has~~ ~~produced~~ \_\_\_\_\_ as ~~identification~~ and who did not take an oath.



Sandra S. Funk  
NOTARY PUBLIC, State of  
Florida at Large  
Print name: SANDRA S. FUNK

(Affix Notary Seal)

My commission expires: 1-7-2001

**ACCEPTANCE OF REGISTERED AGENT**

THE UNDERSIGNED, HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THE FOREGOING ARTICLES OF INCORPORATION, HEREBY ACCEPTS THE APPOINTMENT AS SUCH REGISTERED AGENT AND AGREED TO ACT IN THIS CAPACITY. THE UNDERSIGNED FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF THE UNDERSIGNED'S DUTIES. THE UNDERSIGNED FURTHER CERTIFIES THAT THE UNDERSIGNED IS FAMILIAR WITH AND ACCEPTS THE OBLIGATIONS OF SUCH POSITION AS REGISTERED AGENT.

SIGNATURE:

Kelly J. Bare  
KELLY J. BARE

DATE: 03/05/2000, 2000.

FILED  
00 MAR -8 PM 1:43  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA