

PO0000073704



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 785109 9666A

AUTHORIZATION : Patricia Pujols

COST LIMIT : \$ 70.00

ORDER DATE : August 2, 2000

ORDER TIME : 2:25 PM

ORDER NO. : 785109-005

CUSTOMER NO: 9666A

CUSTOMER: Tim Haines, Esq
Hart & Gray

300003344603--7

P. O. Box 3310

Ocala, FL 34478-3310

DOMESTIC FILING

NAME: XTREME BIKE AND SKATE, INC.

EFFECTIVE DATE: -

XX ARTICLES OF INCORPORATION
XX CERTIFICATE OF LIMITED PARTNERSHIP
XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
XX PLAIN STAMPED COPY
XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Susie Knight - EXT. 1156

EXAMINER'S INITIALS:

00/8/00

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 AUG -2 PM 4:00

RECEIVED
00 AUG -2 PM 3:52
DIVISION OF CORPORATIONS
TALLAHASSEE, FL

ARTICLES OF INCORPORATION

OF

XTREME BIKE AND SKATE, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

00 AUG -2 PM 4: 00

ARTICLE 1.

Section 1.1 **Name and Address.** The name of the Corporation is **XTREME BIKE AND SKATE, INC.** and the mailing address of the Corporation is 301 NW 59th Street, Ocala, FL 34475.

ARTICLE 2.

Section 2.1 **Duration.** The period of duration of the Corporation is perpetual.

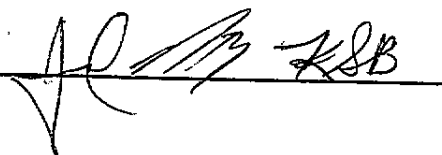
ARTICLE 3.

Section 3.1 **Powers.** The Corporation is organized for the purposes of transacting any and all useful business.

Section 3.2 **Authority of Directors.** The Board, subject to any specific written limitations or restrictions imposed by law or by these Articles, shall direct the carrying out of the purposes and exercise the powers of the Corporation without previous authorization or subsequent approval by the shareholders of the Corporation.

ARTICLE 4.

Section 4.1 **Stock Certificates.** Certificates of stock shall be signed by the President and the Vice-President, jointly with the Secretary and the seal of the Corporation shall be impressed thereon.

A handwritten signature in black ink, appearing to be "KSB", is written over a horizontal line at the bottom right of the page.

ARTICLES OF INCORPORATION
FOR
XTREME BIKE AND SKATE, INC.

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Section 4.2 Number of Authorized Shares. The aggregate number of shares that the Corporation shall have authority to issue is 1,000 shares of common stock with par value of \$1.00 per share.

Section 4.3 Pre-Emptive Right. The holders of shares of this Corporation shall have pre-emptive rights to purchase any shares of the Corporation hereafter issued or any security exchangeable for or convertible into such shares or any warrants or other instruments evidencing rights or options to subscribe for, purchase, or otherwise acquire such shares.

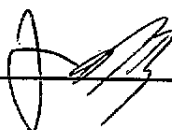
Section 4.4 Shares Not in Classes. The shares of the Corporation are not to be divided into classes.

ARTICLE 5.

Section 5.1 Cumulative Voting. At all elections of Directors of this Corporation, each shareholder shall be entitled to as many votes as shall equal the number of votes which (except for these provisions as to cumulative voting) he would be entitled to count for the election of Directors with respect to his shares and multiplied by the number of Directors to be elected, and he may count all such votes for a single director, or may distribute them among the number to be voted for, or any two or more of them as he may see fit.

ARTICLE 6.

Section 6.1 Bylaws. The power to adopt, alter or repeal Bylaws shall be vested in the Board of Directors, except where the shareholders specifically provide in any

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FOR
XTREME BIKE AND SKATE, INC.

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Bylaw made by them that such Bylaws shall not be altered, amended or repealed by the Board.

Section 6.2 Director Conflicts. Any contract or other transaction between the Corporation and one or more of its directors, a committee, shareholders or employees, in which they are interested, or between the Corporation and any Corporation or association of which one or more of its directors and shareholders, members, directors, officers, or employees, or in which they are interested, shall be valid for all purposes, notwithstanding the presence of the director or directors at the meeting of the board of the Corporation that acts upon, or in reference to, the contract or transaction; provided, the interested party does not vote or participate in the action; that the interested party discloses his interest before action is taken, and the contract or transaction is fair and reasonable as to the Corporation at the time it is authorized by the board, a committee or its shareholders. This Section shall not be construed to invalidate any contract or other transaction that would otherwise be valid under the common and statutory law applicable to it.

Section 6.3 Indemnification and Related Matters. The Corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

Section 6.4 Removal of Directors. At a special meeting of the shareholders called expressly for that purpose, directors may be removed in the manner provided by the Bylaws.

A handwritten signature in black ink, appearing to be "J. B. ZBB", is written over a horizontal line.

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Section 6.5 Amendment of Articles of Incorporation. The Corporation reserves the right to amend the Articles in any manner now or hereafter permitted by the law, as provided by the Bylaws.

ARTICLE 7.

Section 7.1 Organizing Directors. The initial Board of Directors shall consist of two (2) Directors. The number of Directors may be either increased or diminished from time to time by the Bylaws. The names and addresses of the initial Directors of this Corporation are:

<u>Name</u>	<u>Address</u>
Nicolas Blaser	301 NW 59 th Street, Ocala, FL 34475

AND

Fred Schweitz	2841 SW 20 th Street, Ocala, FL 34474
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ARTICLE 8.

Section 8.1 Registered Agent and Registered Office. The name and address of the initial Registered Agent of the Corporation is Nicolas Blaser, whose mailing address is 301 NW 59th Street, Ocala, FL 34475.

ARTICLE 9.

Section 9.1 Incorporators. The name and address of the person signing these Articles is Nicolas Blaser, whose mailing address is 301 NW 59th Street, Ocala, FL 34475.

Handwritten signatures of Nicolas Blaser and Fred Schweitz.

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FOR
XTREME BIKE AND SKATE, INC.

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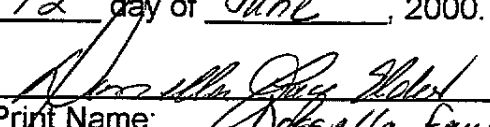
IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles
this 12TH day of June, 2000.


NICOLAS BLASER

STATE OF FLORIDA
COUNTY OF MARION

BEFORE ME, a notary public authorized to take acknowledgments in the state and
county set forth above, personally appeared NICOLAS BLASER known to me and known
by me to be the person who executed the foregoing Articles of Incorporation and
acknowledged to me that he executed the same freely and voluntarily for the uses and
purposes therein expressed.

WITNESS my hand and official seal this 12 day of June, 2000.


Print Name: Dossella Fay Elder
Notary Public, State of Florida
Commission No.: CC 606584
My commission expires: 3-2-2001



Dossella Fay Elder
My Commission CC606584
Expires March 2, 2001

  KSB

CERTIFICATE OF ACCEPTANCE BY REGISTERED AGENT

NICOLAS BLASER, whose address is 301 NW 59th Street, Ocala, FL 34475, is the initial registered agent named in the Articles of Incorporation to accept service of process for **XTREME BIKE AND SKATE, INC.**, a corporation organized under the laws of the State of Florida hereby accepts such appointment as registered agent at the place designated in this certificate.

DATED this 12TH of JUNE, 2000.



NICOLAS BLASER

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 AUG -2 PM 4:00

