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RONALD A. CARPENTER

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P00000098223  
October 13, 2000

Department of State  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, FL 32399

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-10/17/00--01057--005  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Re: Two Pricks and a Chick, Inc.

Ladies and Gentlemen:

Please find enclosed with this letter the original Articles of Incorporation for Two Pricks and a Chick, Inc., along with our trust check #3114 in the amount of \$78.75 for the following charges:

Filing fee:	\$35.00
Designation of RA	35.00
Certified copy	8.75
	<u>\$78.75</u>

Please return the certified copy to my office at your earliest convenience. Your assistance in this matter is greatly appreciated.

Sincerely yours,



Barbara M. Wilhite  
Legal Assistant

/bw  
Enclosures

FILED  
00 OCT 17 PM 1:29  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

T. Burch OCT 18 2000

FILED

00 OCT 17 PM 1:29

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
OF  
TWO PRICKS AND A CHICK, INC.**

The undersigned subscribers to these Articles of Incorporation, natural persons competent to contract, hereby form a corporation under the laws of the State of Florida.

**ARTICLE I. NAME**

The name of the corporation shall be: TWO PRICKS AND A CHICK, INC.

The principal place of business of this corporation shall be 6406 SW 35<sup>th</sup> Way, Gainesville, Florida 32608.

**ARTICLE II. NATURE OF BUSINESS**

This corporation may engage or transact in motorcycle activities and any or all other lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

**ARTICLE III. CAPITAL STOCK**

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock having \$1.00 par value per share.

**ARTICLE IV. INITIAL REGISTERED AGENT AND OFFICE**

The street address of the initial registered office of the corporation shall be 6406 SW 35<sup>th</sup> Way, Gainesville, Florida 32608, and the name of the initial registered agent of the corporation at that address is Ralph Cameron.

**ARTICLE V. TERM OF EXISTENCE**

This corporation is to exist perpetually.

**ARTICLE VI. PREEMPTIVE RIGHTS**

Every shareholder upon the sale for cash of any new stock of this corporation of the same kind, class, or series as that which he already holds, shall have the right to purchase his pro rata share thereof at the price at which it is offered to others.

## **ARTICLE VII. SPECIAL PROVISION**

It is the intent of the incorporator that the corporation will qualify under Section 1244 of the Internal Revenue Code and that the corporation may file as an S corporation.

## **ARTICLE VII. DIRECTORS**

This corporation shall have two directors, initially. The number of Directors may be increased or decreased from time to time by the By-Laws, but it shall never be less than one. The name and street address of the members of the initial Board of Directors are:

Ralph Cameron	6406 SW 35 <sup>th</sup> Way, Gainesville, Florida 32608.
Bonnie Cameron	6406 SW 35 <sup>th</sup> Way, Gainesville, Florida 32608.

## **ARTICLE VIII. OFFICERS**

The name and street address of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

### **CEO/President:**

Bonnie Cameron	6406 SW 35 <sup>th</sup> Way, Gainesville, Florida 32608.
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### **Vice President/Secretary/Treasurer:**

Ralph Cameron	6406 SW 35 <sup>th</sup> Way, Gainesville, Florida 32608.
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## **ARTICLE IX. INCORPORATORS**

The name and address of the incorporators to these Articles of Incorporation are:

Ralph Cameron	6406 SW 35 <sup>th</sup> Way, Gainesville, Florida 32608.
Bonnie Cameron	6406 SW 35 <sup>th</sup> Way, Gainesville, Florida 32608.

## **ARTICLE X. BY-LAWS**

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

IN WITNESS WHEREOF, we, the undersigned subscribing incorporators, have hereunto set our hands and seals this \_\_\_ day of October, 2000, for the purposes of forming this corporation under the laws of the State of Florida, and we hereby make, subscribe, acknowledge and file in the office of the Secretary of State of the State of Florida, these Articles of Incorporation and certify that the facts herein stated are true.

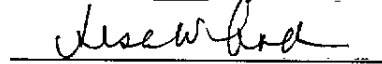
  
RALPH CAMERON, Incorporator

  
BONNIE CAMERON, Incorporator

STATE OF FLORIDA  
COUNTY OF ALACHUA

BEFORE ME personally appeared this day, Ralph Cameron, an incorporator of the foregoing Articles of Incorporation, who is personally known to me or who produced \_\_\_\_\_ as identification, and who executed the foregoing Articles of Incorporation and he acknowledged before me that he made, subscribed and acknowledged the foregoing Articles of Incorporation as his voluntary act and deed, and the facts set forth therein are true and correct.

WITNESS my hand and official seal this 10 day of October, 2000.

  
Notary Public State of Florida  
My Commission Expires:



LISA WARCHER  
MY COMMISSION # CC 782972  
EXPIRES: Oct. 22, 2002

STATE OF FLORIDA  
COUNTY OF ALACHUA

BEFORE ME personally appeared this day, Bonnie Cameron, an incorporator of the foregoing Articles of Incorporation, who is personally known to me or who produced \_\_\_\_\_ as identification, and who executed the foregoing Articles of Incorporation and she acknowledged before me that she made, subscribed and acknowledged the foregoing Articles of Incorporation as her voluntary act and deed, and the facts set forth therein are true and correct.

WITNESS my hand and official seal this 10 day of October, 2000.

  
Notary Public State of Florida  
My Commission Expires:



LISA WARCHER  
MY COMMISSION # CC 782972  
EXPIRES: Oct. 22, 2002

### ACKNOWLEDGMENT

Having been named to accept service of process for the above stated corporation, at place designated in these Articles of Incorporation, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

  
RALPH CAMERON, Registered Agent