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THE UNITED STATES  
CORPORATION  
COMPANY

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS

00 NOV 27 PM 4: 44

ACCOUNT NO. : 072100000032

REFERENCE : 909986 9542A

AUTHORIZATION : *Patricia Pigato*

COST LIMIT : \$ 70.00

ORDER DATE : November 27, 2000

ORDER TIME : 4:07 PM

ORDER NO. : 909986-005

CUSTOMER NO: 9542A

CUSTOMER: Nir Meshulam, Esq  
Michael Feinstein, Esq

Suite 700  
888 East Las Olas Boulevard  
Fort Lauderdale, FL 33301

TO: COMPANY CLERK  
SUFFOLK COUNTY, MASS.

00 NOV 27 PM 4: 19

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS

DOMESTIC FILING

NAME: STREET TOYS MOTORCYCLES, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP  
       ARTICLES OF ORGANIZATION

900003476809--4

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Susie Knight - EXT. 1156

EXAMINER'S INITIALS:

*g* 11/28/00

**ARTICLES OF INCORPORATION  
OF**

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

00 NOV 27 PM 4: 44

Street Toys Motorcycles, Inc.

The undersigned does hereby execute, acknowledge and file the following Articles of Incorporation for the purpose of creating a corporation under the laws of the State of Florida.

**ARTICLE I: NAME**

The name of this corporation shall be Street Toys Motorcycles, Inc.

**ARTICLE II: PRINCIPAL PLACE OF BUSINESS**

The principal place of business of this corporation shall be 3341 SW 51<sup>st</sup> Street, Fort Lauderdale, Florida 33312.

**ARTICLE III: NATURE OF BUSINESS**

This corporation may engage or transact in any or all 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 IV: SHARES**

All stock issued by this corporation shall be common voting stock of a single class. The number of shares of stock that this corporation is authorized to have outstanding at any time is 500.

**ARTICLE V: INITIAL REGISTERED AGENT AND REGISTERD OFFICE**

The name of the initial registered agent is Yuval Shashua, whose registered office is located at 3341 SW 51<sup>st</sup> Street, Fort Lauderdale, Florida 33312.

**ARTICLE VI: DIRECTORS**

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This Corporation shall have One Director, Initially. The names and addresses of the initial members of the Board of Directors are:

Yuval Shashua  
Dir.

3341 SW 51<sup>st</sup> Street  
Fort Lauderdale, Florida 33312

**ARTICLE VII: OFFICERS**

The name and addresses 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:

Yuval Shashua  
Pres.

3341 SW 51<sup>st</sup> Street  
Fort Lauderdale, Florida 33312

**ARTICLE VI: INCORPORATOR**

The name and street address of the incorporator to these Articles of Incorporation is:  
Yuval Shashua, 3341 SW 51<sup>st</sup> Street, Fort Lauderdale, Florida 33312.

The undersigned incorporator has executed these Articles of Incorporation this 20<sup>th</sup>  
Day of November, 2000.

  
Signature

**CERTIFICATE OF DESIGNATION**  
**REGISTERED AGENT/REGISTERED OFFICE**

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Pursuant to Florida law, the undersigned Corporation organized under the laws of the State of Florida submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: Street Toys Motorcycles, Inc.
2. The name and address of the registered agent and office is:

Yuval Shashua,  
3341 SW 51<sup>st</sup> Street,  
Fort Lauderdale, Florida 33312.

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE-STATED CORPORATION 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.

  
SIGNATURE OF REGISTERED AGENT

  
DATE 11/20/00