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FILED

Secretary of State
State of Florida
Tallahassee, FL. 32399

01 JUL 30 PM 12:50

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RE: POWER ON CYCLING, INC.

Dear Sirs:

700004506557--3
-07/30/01--01068--014
*****70.00 *****70.00

Enclosed are the applications for Articles of Incorporation on the above named. Also enclosed is our check for \$70.00 for filing same, should you have any questions with reference to filing the aforementioned, please feel free to contact our office.

Thank you for you assistance.

Sincerely,

Stella Ehle

Stella Ehle
Oak Park Accounting
773 W Lumsden Road
Brandon, FL. 33511
(813) 685-8700

C. BLALOCK AUG 2 2001

ARTICLES OF INCORPORATION
OF
POWER ON CYCLING, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, natural persons competent to contract, hereby subscribe to and form a Corporation for profit under the laws of the State of Florida.

ARTICLE I
(name)

1.01 The name of the Corporation is POWER ON CYCLING, INC.

ARTICLE II
(Nature of Business)

2.01 The Corporation may engage in any activity or business that is permitted under the laws of the United States of America and of this State.

ARTICLE III
(Capital Stock)

3.01 The maximum number of shares of stock that this Corporation is authorized to have outstanding at one time is One Hundred (100) shares of common stock having nominal or par value of One Dollar (\$1.00) per share. Said stock shall be payable in cash, property, labor or services at a valuation to be fixed by the stockholders at a meeting called for that purpose.

ARTICLE IV
(Capital)

4.01 The amount of Capital with which this Corporation shall begin is One Hundred Dollars (\$100.00).

ARTICLE V
(Corporate Existence)

5.01 Commencement - The date when Corporate existence shall commence shall be AUGUST 1, 2001

5.02 Duration - This Corporation shall exist perpetually until dissolved according to law.

ARTICLE VI

(Principal Office)

6.01 Principal Office - The Post Office address of the principal office of this Corporation in the State of Florida is 4705 WATER LARK WAY, VALRICO, FL. 33594.

6.02 Relocation - The stockholders may, from time to time move the location of the principal office to any other address in the State of Florida.

ARTICLE VII
(Number of Directors & Incorporators)

7.01 The number of directors of this Corporation shall not be less than one (1). The number of directors may be increased or diminished from time to time by the By-laws adopted by the stockholders, but shall never be less than one (1).

ARTICLE VIII
(Name & Address of the Board of Directors)

8.01 Designation - The name, Post Office address & street address of the first Board of Directors who shall serve until the first annual meeting or until their successors shall have been elected and qualified are:

NAME	ADDRESS	OFFICE
MARK W. POWER	4705 WATER LARK WAY VALRICO, FL. 33594.	PRESIDENT
LINDA S. POWER	4705 WATER LARK WAY VALRICO, FL. 33594	SECY-TREAS

Executed by the undersigned at Brandon, FL., On this 26 day of July 2001.

Mark W. Power
MARK W. POWER
Linda S. Power
LINDA S. POWER

Stella Chule
WITNESS
Stella Chule
WITNESS

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

On this 26 day of July 2001 before me, an officer duly authorized to take acknowledgments, personally appeared, MARK W. POWER and LINDA S. POWER, known to me to be the persons whose names are subscribed to the foregoing Articles of Incorporation, and they acknowledged to me that they executed the same for the purpose therein contained.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 26 day of July, 2001.

Stella D. Chule
NOTARY PUBLIC STATE OF FLORIDA
My commission Expires 10/3/03

CERTIFICATE DESIGNATING PLACE OF BUSINESS FOR THE
THE SERVICE OF PROCESS WITHIN THIS STATE, AND
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

PURSUANT to section 48.091, Florida Statutes, the following is submitted:

FIRST: POWER ON CYCLING, INC., desiring to organize as a Corporation under the laws of the State of Florida hereby names MARK W. POWER, as it's agent to accept the service of this process within this State, and hereby designates 4705 WATER LARK WAY, VALRICO, FL 33594, as the address of this office for service of process within the State.

ACKNOWLEDGEMENT

Having been named to accept service of process for the above stated Corporation at the place designated in this Certificate, I hereby agree to act in this capacity, and agree to comply with the provision of Section 48.091 relative to keeping open said office.

BY: Mark W. Power
MARK W. POWER

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