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OVERNIGHT MAIL

MEMORANDUM

TO: Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399
P.O. Box 6327
Tallahassee, FL 32314

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*****70.00 *****70.00

FROM: Linda Topping, Legal Assistant
DATE: August 27, 2001
RE: Hi Tech Cycle Rentals, Inc.
Our File No. Langley, Dee Dee 99-10092

Enclosed are the following in connection with the incorporation of the captioned:

1. Articles of Incorporation (original and one copy)
2. \$70.00 filing fee

Please file the Articles of Incorporation noting the effective date of August 27, 2001, and return a "file stamped" copy of the Articles of Incorporation to this office along with the Certificate of Status.

Enclosures

FILED
01 AUG 29 PM 3:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T. SMITH AUG 30 2001

FILED
01 AUG 29 PM 3:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
of
HI TECH CYCLE RENTALS, INC.

The undersigned natural person(s) of legal age, acting as incorporator(s) under the provisions of Florida Statutes, Chapter 607, adopt the following Articles of Incorporation:

ARTICLE I
Name

The name and address of this corporation shall be: HI TECH CYCLE RENTALS, INC., 4601 Panaroma Avenue, Holiday, Florida 34690

ARTICLE II
Purposes

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

ARTICLE III
Effective Date

The date that corporate existence shall begin shall be the date of execution of these Articles of Incorporation. This election is pursuant to Florida Statute 607.0123.

ARTICLE IV
Subscribers, Incorporators & Directors

The name and address of the Subscriber and Incorporator are:

<u>NAME</u>	<u>ADDRESS</u>
Tom Wilson	4601 Panaroma Avenue Holiday, Florida 34690
Ross Mullin	4601 Panaroma Avenue Holiday, Florida 34690
Dee Dee Langley	4601 Panaroma Avenue Holiday, Florida 34690

The names and addresses of the Director(s) is/are:

<u>NAME</u>	<u>ADDRESS</u>
Tom Wilson	4601 Panaroma Avenue Holiday, Florida 34690

Ross Mullin

4601 Panaroma Avenue
Holiday, Florida 34690

Dee Dee Langley

4601 Panaroma Avenue
Holiday, Florida 34690

ARTICLE V
Stock

The aggregate number of shares of stock which this corporation shall have authority to issue shall be 1,000 shares of common stock each with a par value of \$10.00.

ARTICLE VI
Informal Shareholder Action

The holders of not less than a majority of the issued and outstanding shares of the voting stock of the corporation may act by written agreement without a meeting, as provided in Florida Statutes 607.0704 and the bylaws.

ARTICLE VII
Fundamental Changes

The affirmative vote of holders of the majority of the outstanding shares of all classes of stock entitled to vote shall be necessary for the following corporate action:

- Incorporation;
- (a) Amendment, alteration, change or repeal of any provision of the Articles of
 - (b) Reorganization, merger or consolidation of the corporation;
 - (c) Sale, lease or exchange of the major portion of the property or assets of the corporation;
- or
- (d) Dissolution of the corporation.

ARTICLE VIII
Term of Existence

This corporation shall exist perpetually.

ARTICLE IX
Directors

A. The business of the corporation shall be managed initially by a board of three (3) directors. The number of directors may be, as provided in the bylaws, increased or decreased, but shall never be less than one (1) director.

B. The entire Board of Directors, or any individual director, may be removed from office without assignment of cause by affirmative vote of a majority of the outstanding shares of all classes of stock entitled to vote. Directors who are not stockholders may be removed for cause by a majority vote of all classes of stock

entitled to vote. Any director who is also a stockholder may be removed for cause by the affirmative vote of a majority of the outstanding shares of all classes of stock entitled to vote exclusive of his own shares of stock.

C. Any vacancy on the Board of Directors shall be filled by the shareholders at a regular or special meeting called for that purpose. A shareholder removed as a director for cause shall not be entitled to vote to fill his own vacancy by voting for himself without prior approval secured by the affirmative vote of a majority of the outstanding shares of all classes of stock entitled to vote, exclusive of his own shares of stock.

D. Members of the Board of Directors or an Executive Committee shall be deemed present at a meeting if a conference telephone or similar communications equipment by means of which all persons participating in the meeting can hear each other is used.

ARTICLE X

Registered Office and Registered Agent

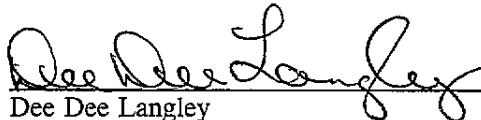
The address of the initial registered office of this corporation is 4601 Panaroma Avenue, Holiday, Florida 34690. The name of the Registered Agent of this corporation is Tom Wilson at the above office address.

ARTICLE XI

Bylaws

Bylaws of this corporation may be adopted, amended, or repealed by either the Board of Directors or by the Stockholders, except as otherwise provided in the Bylaws.


IN WITNESS WHEREOF, the undersigned, being the incorporator certifies to the truth of the facts herein stated, this August 27, 2001.


Dee Dee Langley

ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN ARTICLES OF INCORPORATION

I hereby accept to act as initial Registered Agent for the above named corporation as stated in these Articles of Incorporation.

Dated: August 27, 2001.


Tom Wilson

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TALLAHASSEE, FLORIDA