P02000063550

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
P.O. BOX 6327
TALLAHASSEE, FLORIDA 32314

Dear Sir/Madam:

Enclosed are Articles of Incorporation for **TRIKES & BIKES PRO SHOP, INC.** together with a check for the following:

REGISTERED AGENT FEE	$	35.00
ARTICLES OF INCORPORATION FILING FEE:		35.00
CERTIFIED COPY OF ARTICLES OF INCORPORATION:		8.75
TOTAL:	$	78.75

FILED
2002 JUN -7 AM 8:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Please mail the Certified Copy of Articles of Incorporation to:

SMITH, SMITH & ASSOCIATES, INC.
137 PLACID DRIVE
FORT MYERS, FLORIDA. 33919

900005725129--1
-06/07/02--01025--006
*****78.75 *****78.75

Very truly yours,

X

PHYLLIS LARRANAGA

06-07-02

ARTICLES OF INCORPORATION

The undersigned, for the purpose of organizing a Corporation, pursuant to the laws of the State of Florida, do hereby adopt the Articles of Incorporation.

ARTICLE I

The name of this corporation shall be: **TRIKES & BIKES PRO SHOP, INC.**

ARTICLE II

The nature of business of the Corporation, and the object and purpose to be transacted, promoted, or carried on by it, are as follows to wit:

a.

RETAIL STORE TO SELL AND SERVICE TRIKES, BIKES AND OTHER PRODUCTS.

b.

To do all and everything necessary, suitable, and proper for the accomplishment of any of the purpose or the attainment of any of the objects, or the furtherance of anything herein before set forth, either alone or in association of other Corporations, firms, or individuals, and to do every other act or acts, thing or things, incidental or pertinent to or growing out of or connected with the aforesaid business or powers or any part or parts thereof, provided the same be not inconsistent with the laws under which this Corporation is organized.

c.

Among the powers that this Corporation is authorized to exercise is to the same extent that natural persons might or could do, to purchase or otherwise acquire and to hold, own, maintain, work, develop, sell, lease, exchange hire, convey, mortgage, or otherwise dispose of and deal in lands, leaseholds, and any personal or mixed property, and any franchised, rights, licenses, or privileges, necessary, convenient, or appropriate for any of the proposed herein expressed.

d.

The business or purpose of the Corporation is from time to time, to do any one or more of the acts and things herein above set forth, and it shall have power to conduct and carry on its business or any part thereof, and to have one or more offices, and to exercise all or any of its Corporation powers and rights, in the whole State of Florida, and in various other States, Territories, Colonies, and Dependencies of the United States and the District of Columbia, and in all or any Foreign Countries.

ARTICLE III

This Corporation shall have perpetual existence.

ARTICLE IV

The total authorized capital stock of the Corporation is as follows:
1,000 Shares of Common Stock, which shall have a par value of: $1.00 Per Share.

ARTICLE V

The amount of capital which this Corporation shall begin business, shall be at least $ 1,000.00 (One Thousand Dollars)

ARTICLE VI

The post office address and the principal office of the Corporation shall be as follows, 3453 FOWLER STREET, FORT MYERS, FLORIDA 33901

ARTICLE VII

The management of this Corporation shall be vested in a Board of Directors of not less than two and no more than five Directors, as may be fixed by the by-laws. The Directors shall be elected at the annual meeting of the Stockholders to be held at the general office of the Corporation located at: **3453 FOWLER STREET, FORT MYERS, FLORIDA 33901** at **9:00 A.M.,** on the **FOURTH TUESDAY,** of **MAY** each year. Until such election, the Directors of said Corporation shall be as follows:

PHYLLIS LARRANAGA	-	**President**
ERNEST L. LARRANAGA	-	**Vice President**
ERNEST L. LARRANAGA	-	**Secretary**
PHYLLIS LARRANAGA	-	**Treasurer**

ARTICLE VIII

The names and addressess of the persons forming this Corporation, and who will serve as its OFFICERS.

President -PHYLLIS LARRANAGA 2161 ARUBA AVE. FORT MYERS FLORIDA
Vice President ERNEST L. LARRANAGA 2161 ARUBA AVE. FORT MYERS FLORIDA
Secretary- ERNEST L. LARRANAGA 2161 ARUBA AVE. FORT MYERS FLORIDA
Treasurer-PHYLIS LARRANAGA 2161 ARUBA AVE. FORT MYERS FLORIDA

It is furthur provided that these Officers above named, who, unless otherwise provided by these Articles of Incorporation or the by-laws, shall hold office for the first year of the existence of this Corporation, or until their successors are elected or appointed and have qualified.

ARTICLE IX

The meeting of the Board of Directors shall be held immediately following the annual meeting of the Stockholders, and at the same place. The Executive Officers of this Corporation shall be: President, Vice-President, Secretary, and Treasurer. The office of any two may be held by the same person, except that of President and Secretary. Such Executive Officers shall be elected by the Board of Directors at each annual meeting held as foresaid. The board of Directors shall have the power to fill any vacancy in the Board of Directors, or any other office.

ARTICLE X

The first meeting of the Incorporators, and Directors, for the purpose of organizing and adopting by-laws and electing Executive Officers, shall be held at:**137 PLACID DRIVE FORT MYERS, FL. 33919 ON MAY 22, 2002** or as soon on the said day thereafter as the meeting can be held.

ARTICLE XI

The names and Post Office addresses of each subscriber of these Articles of Incorporation, and a statement of the number of shares each one shall own are as follows:

PRESIDENT/TREASURER	PHYLLIS LARRANAGA 2161 ARUBA AVE. FORT MYERS, FLORIDA 33905	500 Shares
VICE PRESIDENT/SECERTARY	ERNEST L. LARRANAGA 2161 ARUBA AVE. FORT MYERS, FLORIDA 33905	500 Shares

ARTICLE XII

CERTIFICATE OF RESIDENT AGENT:

TRIKES & BIKES PRO SHOP, INC.. desiring to organize under the laws of the State of Florida, with its principal office at: **3453 FOWLER STREET,FORT MYERS, FLORIDA 33901** has named **PHYLLIS LARRANAGA** as its principal agent to accept services of process within this State.

Certificate designating place of business or Domicile for the service of process within this State, naming agent upon whom process may be served and names and addresses of the Officers and Directors.

ACKNOWLEDGEMENT:

Having been named to accept services of process for the above named Corporation, at the place designated in this certificate, I hereby agree to act in this capacity and agree to comply with the provisions of Section 607.0501 and 607.0505 Florida Statutes relative to keeping open said office.

x ____________________

PHYLLIS LARRANAGA

ACCEPTANCE:

I agree as Resident Agent to accept service of process: to keep office open during prescribed hours: to post my name (and any other Officers of said Corporation authorized to accept service of process at the above designated address) in some conspicuous place in the Office as required by law.

x ____________________

Resident Agent: PHYLISS LARRANAGA

STATE OF FLORIDA
DEPARTMENT OF STATE

IN WITNESS WHEREOF, I have hereunto set my hands and seals on this the 4 day of June 2002 A.D.

PHYLLIS LARRANAGA

ERNEST L. LARRANAGA

STATE OF FLORIDA
COUNTY OF LEE

Be it remembered that on the 4th day of June, 2002 A.D., personally appeared before me, the undersigned, officers authorized to administer oaths and take acknowledgements, **PHYLLIS LARRANAGA AND ERNEST L. LARRANAGA** to me well known and known to me to be the individuals described in and who signed and executed the foregoing Articles of Incorporation, and they acknowledged and declared that they did make, subscribe, and acknowledge the foregoing Articles of Incorporation, and by one's voluntary acts and deeds, and the things set forth are true and correct.

Veronica F. Meiers
Notary Public

My Commission Expires:

Veronica F. Meiers
Commission # DD 068671
Expires Oct. 30, 2005
Bonded Thru
Atlantic Bonding Co., Inc.