

EFFECTIVE DATE

5-28-02

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

02 MAY 31 AM 11:43

Nicholas T. Schroeder
Attorney at Law
4010-D Newberry Road
Gainesville, Florida 32607

352-376-8118

P020000066862

May 28, 2002

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

800005661939--9
-05/31/02--01017--012
*****70.00 *****70.00

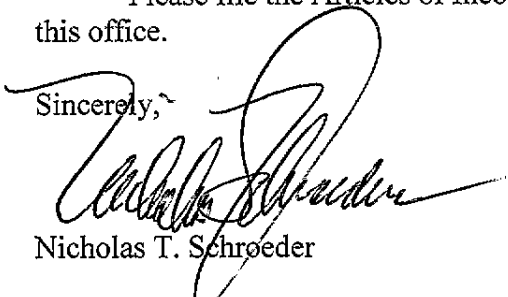
Re: Incorporation of J & D CYCLES, INC.

Enclosed are the following:

1. Articles of Incorporation of J & D CYCLES, INC.
2. Designation of Resident Agent and Acceptance
3. My Trust Account Check in the Amount of \$70.00

Please file the Articles of Incorporation and return a certificate of incorporation to this office.

Sincerely,~


Nicholas T. Schroeder

Enclosures (3)

6-18
J020 (7)
6/15/02



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

May 31, 2002

NICHOLAS T SCHROEDER
4010D NEWBERRY RD
GAINESVILLE, FL 32607

SUBJECT: J & D CYCLES, INC.
Ref. Number: W02000015823

We have received your document for J & D CYCLES, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an administratively dissolved/revoked entity. Names of administratively dissolved/revoked entities are not available for one year from the date of administrative dissolution/revocation unless the dissolved/revoked entity provides the Department of State with a notarized affidavit stating that they have no intention of reinstating, therefore, releasing the name for use to another entity.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6915.

Janice Love-Washington
Document Specialist
New Filing Section

Letter Number: 602A00035376

FILED
EFFECTIVE DATE SECRETARY OF STATE
5-28-02 TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

02 MAY 31 AM 11:43

OF

J & D CYCLES OF NORTH FLORIDA, INC.

We, the undersigned incorporators, hereby make, subscribe, acknowledge and file with the Secretary of State of Florida, these Articles of Incorporation for the purpose of forming a corporation for profit in accordance with the laws of the State of Florida, Chapter 607.

ARTICLE I
Name

The name of the corporation shall be J & D CYCLES OF NORTH FLORIDA, INC.

ARTICLE II
Nature of Business

The nature of the business to be transacted by this corporation is:
To engage in any activity or business permitted under the laws of the United States of America and of the State of Florida.

ARTICLE III
Capital Stock

The total number of shares of capital stock authorized to be issued by the corporation shall be one thousand (1000) shares having no par value common. All stock when issued shall be non-assessable.

ARTICLE IV
Capital to Begin Business

The amount of capital with which this corporation will begin business will be Five Hundred and 00/100 Dollars (\$500.00).

ARTICLE V
Existence of Corporation

This corporation shall have perpetual existence.

ARTICLE VI

Beginning of Corporate Existence

The date corporate existence shall begin shall be May 28, 2002.

ARTICLE VII

Management by Stockholders

The business of this corporation shall be managed by its stockholders rather than a Board of Directors. In the management of the business of the corporation, the act of the stockholders representing a majority of the outstanding shares of the corporation entitled to vote, represented in person or by proxy, shall be the act of the stockholders. Each stockholder shall be entitled to vote in person or by proxy, for each share of voting stock held by him. A majority of the outstanding shares of the corporation entitled to vote, represented in person or by proxy, shall constitute a quorum at any meeting of the stockholders for the management of the corporation.

ARTICLE VIII

Principal Office

The initial street address of the principal office of this corporation shall be 6802 NE US HWY 301, Orange Heights, FL, 32640. The mailing address is P.O. Box 563, Melrose, FL, 32666.

ARTICLE IX

Subscribers

The name and address of the subscribers to these Articles of Incorporation is:

David R. Hinman
P.O. Box 766
Melrose, FL 32666

David Hill
4228 NW 68th Terrace
Gainesville, FL 32606

ARTICLE X

Registered Agent and Office

The name and address of the Registered Agent and Registered Office to accept service of process within the State is:

David R. Hinman
6802 NE US HWY 301
Orange Heights, FL 32640

ARTICLE XI

Amendments

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved at a Stockholders meeting by a majority of the stock entitled to vote.

IN WITNESS WHEREOF, the undersigned, has executed these Articles of Incorporation for the uses and purposes therein stated this 28th day of May, 2002.

David R. Hinman
David R. Hinman

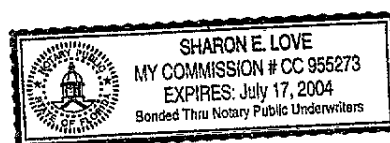
David Hill
David Hill

STATE OF FLORIDA
COUNTY OF ALACHUA

Personally appeared before me, the undersigned authority, DAVID R. HINMAN, identified by his Florida Drivers License and to me being well known and did take an oath, acknowledged before me that he is a party to the foregoing Articles of Incorporation, and further acknowledge the Articles of Incorporation to be his free act and deed as the Signer thereof, and that the facts stated therein are true.

WITNESS, my hand and official seal at Gainesville, Florida, this 28th day of May, 2002.

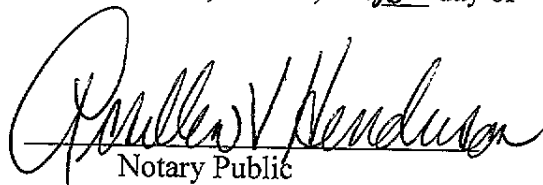
Sharon E. Love
Notary Public
My commission expires:



STATE OF FLORIDA
COUNTY OF ALACHUA

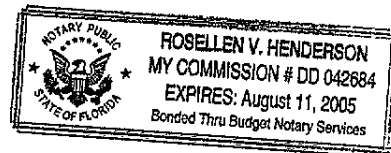
Personally appeared before me, the undersigned authority, DAVID HILL, identified by his Florida Drivers License and to me being well known and did take an oath, acknowledged before me that he is a party to the foregoing Articles of Incorporation, and further acknowledge the Articles of Incorporation to be his free act and deed as the Signer thereof, and that the facts stated therein are true.

WITNESS, my hand and official seal at Gainesville, Florida, this 28th day of May, 2002.



Notary Public

My commission expires:




CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR
THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON
WHOM PROCESS MAY BE SERVED

In compliance with Section 48.091, Florida Statutes, the following is submitted:


~~OF NORTH FLORIDA~~
J & D CYCLES, INC., desiring to organize or qualify under the laws of the State
of Florida, with its principal place of business at

6802 NE US HWY 301
Orange Heights, FL 32640

has named DAVID R. HINMAN, 6802 NE US HWY 301 , Orange Heights, FL, 32640,
as its agent to accept service of process within Florida.


DAVID R. HINMAN, President
Date: 5/28/2002

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 I
further agree to comply with the provisions of all statutes relative to the proper and
complete performance of my duties.


DAVID R. HINMAN
Registered Agent

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
02 MAY 31 AM 11:43