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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

September 3, 2002

Florida Department of State
Division of Corporations
Corporate Filings
P. O. Box 6327
Tallahassee, FL 32314

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*****78.75 *****78.75

Dear Sir or Madam:

Enclosed please find a set of Articles of Incorporation for filing for a new Florida corporation, together with a check for \$78.75 for the filing fee, registered agent fee and certified copy fee, payable to the Department of State, Division of Corporations.

Also enclosed is a copy to be stamped and returned to me in the enclosed pre-addressed (postage prepaid) envelope.

Thank you for your assistance, and please feel free to call if you have any questions or comments.

Sincerely,



Michael L. Crofts
Attorney at Law

Enclosures (4)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
TCB Choppers, Inc.**

The undersigned subscriber to these Articles of Incorporation adopts these articles to form a corporation under the Business Corporations Act and other laws of the state of Florida.

ARTICLE I. NAME

The name of the corporation is TCB Choppers, Inc.

ARTICLE II. PRINCIPAL OFFICE

The principal office and mailing address of this corporation is 739 Baffle, Winter Park, FL 32789.

ARTICLE III. PURPOSE

The corporation is formed to engage in the business of building and selling motorcycles. In addition, the corporation may engage in any other lawful business, and may invest the funds of the corporation in real estate, mortgages, stocks, bonds or any other type of investment, and own real and personal property.

ARTICLE IV. TERM OF EXISTENCE

The corporation shall have perpetual existence starting on the date these Articles of Incorporation are filed with the Florida Department of State.

ARTICLE V. CAPITAL STOCK

The capital stock of the corporation shall be 1000 shares of common stock having a par value of \$1.00 per share.

ARTICLE VI. REGISTERED OFFICE AND AGENT

The address of the initial registered office of this corporation is 739 Baffle, Winter Park, Florida 32789. The name of the initial registered agent at that address is Joel Wheatley.

ARTICLE VII. BOARD OF DIRECTORS

The board of directors shall manage the business of the corporation. The initial board of directors shall consist of one (1) member. The name and address of the member of the first board of directors is:

Joel Wheatley, 739 Baffie, Winter Park, FL 32789.

ARTICLE VIII. INCORPORATER

The name and address of the person signing these articles of incorporation as incorporator and subscriber is:

Joel Wheatley, 739 Baffie, Winter Park, FL 32789.


ARTICLE IX. RESTRAINT ON ALIENATION OF SHARES

The shareholders of the corporation shall have the power to include in the bylaws, or by separate agreement adopted by a majority of the shareholders of the professional service corporation, any regulatory or restrictive provisions regarding the proposed sale, transfer, or other disposition of any of the outstanding stock of the corporation by any of its shareholders, or in the event of the death of any of its shareholders. The manner and form, as well as the relevant terms, conditions, and details, of the disposition shall be determined by the shareholders of the corporation; provided, however, that such regulatory or restrictive provisions shall not affect the rights of third parties without actual notice of the provisions unless the existence of the provisions is plainly noted on the certificate evidencing the ownership of such stock.

ARTICLE X. AMENDMENT.

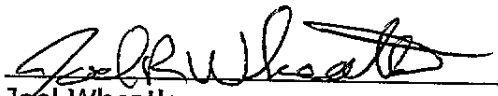
The corporation reserves the right to amend or repeal any provisions in these Articles of Incorporation in the manner provided by law. Any right conferred on the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator and subscriber executed these Articles of Incorporation on August 29, 2002.


Joel Wheatley, Incorporator and
Subscriber

Statement of Registered Agent

I, Joel Wheatley, certify that I am familiar with and accept the responsibilities of registered agent.


Joel Wheatley

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