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02 DEC 16 PM 3:04

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amend
T. Lewis 12/16/02

Lindell & Kellison, P.A.

Attorneys and Counselors at Law
12276 San Jose Boulevard, Suite 126
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December 13, 2002

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Secretary of State
Attn: Ms. Thelma Lewis
P.O. Box 6327
Tallahassee, FL 32314

Re: Articles of Organization for Tifton Cycles, LLC

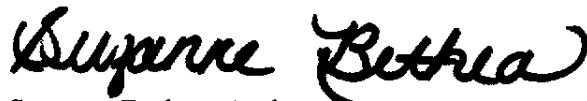
Dear Thelma:

Pursuant to your telephone call this week, enclosed please find our firm's check in the amount of \$18.75 for the additional fee due for filing the Amended Articles.

If you have any questions or need anything further, please contact me.

Very truly yours,

LINDELL & KELLISON, P.A.



Suzanne Bethea, Assistant to
Karen E. Wendzel, Esq.

/sb

Enclosure

G:\WPDOCS\Davis, Debbie and Jack\SECSTATE.ART.wpd

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The Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

Re: Tifton Cycles, Inc.

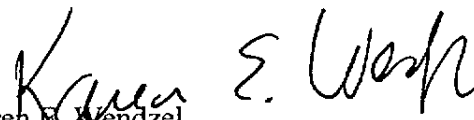
Dear Sir:

Enclosed you will find an original and one copy of the Articles of Amendment to Articles of Incorporation of Tifton Cycles, Inc., a Florida corporation, together with our check for \$25.00 to cover your charges as follows:

Filing Fee	\$ 25.00
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Please file the original Articles of Amendment, certify the copy and return the certified copy to me. Should you need anything further in connection with this matter, please advise.

Very truly yours,


Karen E. Wendzel

KEW/sb

Enclosures

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ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
TIFTON CYCLES, INC.,
A FLORIDA CORPORATION

FILED
02 DEC 16 PM 3:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

- First:** The name of the Corporation is Tifton Cycles, Inc.,
- Second:** The date of filing of the Articles of Incorporation of Tifton Cycles, Inc. was November 18, 2002, and assigned Document No. P0200012449.
- Third:** This Amendment was adopted by the sole incorporator of the Corporation. Shares of stock in the company have not yet been issued and action by the shareholders was not required pursuant to Section 607.1005, Florida Statutes (2001).
- Fourth:** The following amendment to the Articles of Incorporation was adopted by Tifton Cycles, Inc. on November 27, 2002:

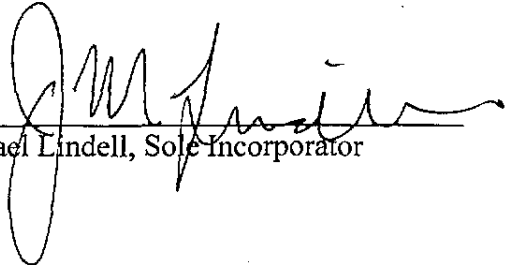
ARTICLE VI

INITIAL BOARD OF DIRECTORS

The Corporation shall have three (3) Directors initially. The number of Directors may be increased or decreased, from time to time, by amendment to the Bylaws, but in no event shall the number of Directors be reduced below one (1). The names and addresses of the initial Directors of this Corporation are as follows:

<u>NAME</u>	<u>ADDRESS</u>
John G. Aldous	580 SW Florida Gateway Lake City, Florida 32024
Patricia A. Aldous	580 SW Florida Gateway Lake City, Florida 32024
Gregory E. Mackey	8209 Atlantic Boulevard Jacksonville, Florida 32211

Dated: December 2, 2002.



J. Michael Lindell, Sole Incorporator

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