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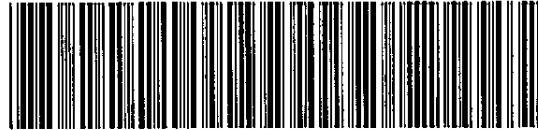
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amend

T BROWN JAN 12 2006

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Tifton Cycles, Inc

DOCUMENT NUMBER: _____

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

James T. Murphy
(Name of Contact Person)

Kelly B. Mathis, P.A.
(Firm/ Company)

225 Water Street, Suite 1280
(Address)

Jacksonville, FL 32207
(City/ State and Zip Code)

For further information concerning this matter, please call:

James T. Murphy at (904) 854-0550
(Name of Contact Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

- | | | | |
|--|--|---|---|
| <input type="checkbox"/> \$35 Filing Fee | <input type="checkbox"/> \$43.75 Filing Fee &
Certificate of Status | <input type="checkbox"/> \$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed) | <input checked="" type="checkbox"/> \$52.50 Filing Fee
Certificate of Status
Certified Copy
(Additional Copy
is enclosed) |
|--|--|---|---|

Mailing Address
Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address
Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

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ATTORNEY AT LAW

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KRISTEN HARRELL
LEGAL ASSISTANT
kharrell@mathislaw.net

January 9, 2006

Division of Corporations
Attn: Teresa Brown
P.O. Box 6327
Tallahassee, FL 32314

Re: Tifton Cycles, Inc. Articles of Amendment #2
Our File No.: 27.13

Dear Ms. Brown:

Please find enclosed the 2 page Articles of Amendment #2 to Articles of Incorporation of Tifton Cycles, Inc. inadvertently left out our previous correspondence. If you have any questions or need anything further, please feel free to contact our office. Thank you.

Sincerely,



Kerrie Strickland
Legal Assistant to James T. Murphy

/kls

Enclosures

Div of Corp 010906.wpd

FILED
06 JAN 11 AM 8:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Articles of Amendment
to
Articles of Incorporation
of

Tifton Cycles, Inc.

(Name of corporation as currently filed with the Florida Dept. of State)

(Document number of corporation (if known))

Pursuant to the provisions of section 607.1006, Florida Statutes, this *Florida Profit Corporation* adopts the following amendment(s) to its Articles of Incorporation:

NEW CORPORATE NAME (if changing):

(Must contain the word "corporation," "company," or "incorporated" or the abbreviation "Corp.," "Inc.," or "Co.")
(A professional corporation must contain the word "chartered", "professional association," or the abbreviation "P.A.")

AMENDMENTS ADOPTED- (OTHER THAN NAME CHANGE) Indicate Article Number(s) and/or Article Title(s) being amended, added or deleted: **(BE SPECIFIC)**

See attached Article of Amendment #2

(Attach additional pages if necessary)

If an amendment provides for exchange, reclassification, or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself: (if not applicable, indicate N/A)

See attached Article of Amendment #2

(continued)

The date of each amendment(s) adoption: March 22, 2005

Effective date if applicable: -----
(no more than 90 days after amendment file date)

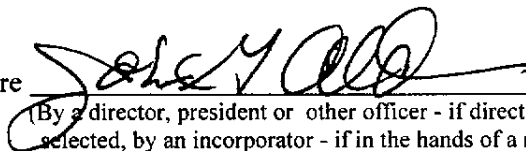
Adoption of Amendment(s) **(CHECK ONE)**

- ☒ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) by the shareholders was/were sufficient for approval.
- ☐ The amendment(s) was/were approved by the shareholders through voting groups. *The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):*

"The number of votes cast for the amendment(s) was/were sufficient for approval by
_____"
(voting group)

- ☐ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
- ☐ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signature



(By a director, president or other officer - if directors or officers have not been selected, by an incorporator - if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)

John G. Aldous

(Typed or printed name of person signing)

Director

(Title of person signing)

FILING FEE: \$35

**ARTICLES OF AMENDMENT #2
TO
ARTICLES OF INCORPORATION
OF
TIFTON CYCLES, INC.**

Pursuant to Section 607.1003 and Section 607.1006, Florida Statutes, Tifton Cycles, Inc. (the "Corporation"), hereby delivers to the Secretary of State for filing these Articles of Amendment:

FIRST: The name of the Corporation is Tifton Cycles, Inc.

SECOND: The Articles of Incorporation shall be amended to delete Article Three in its entirety and replace it with the following:

"ARTICLE THREE

Capital Stock."

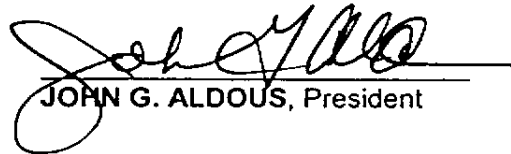
- (a) The total number of shares of capital stock authorized to be issued by the corporation shall be 10,000 shares of Class A common stock having a par value of \$1.00 per share and 90,000 shares of Class B common stock having a par value of \$1.00 per share. Each of the said shares of Class A common stock shall entitle the holder thereof to one (1) vote at any meeting of the stockholders. The holders of Class B common stock shall have no voting rights. Each share of Class A common stock and of Class B common stock shall participate equally with every other share of such stock in all dividends paid by the corporation and in the assets of the corporation upon its liquidation or dissolution. All or any part of said capital stock may be paid for in cash, in property, or in labor or services at a fair valuation to be fixed by the Board of Directors, at a meeting called for such purpose. All stock when issued shall be paid for and shall be non-assessable.
- (b) The foregoing paragraph shall be implemented as follows: All holders of issued and outstanding common stock of the Corporation as of the date of the filing of these Articles of Amendment shall be entitled to exchange their shares for new certificates evidencing 1000 shares of Class A voting stock and 9000 shares of Class B non-voting stock. For this reason, those stock certificates which are currently issued and outstanding shall be cancelled and replaced with new stock certificates bearing the proper Class A and Class B designations.

- (c) In the election of directors of this corporation there shall be no cumulative voting of the stock entitled to vote at such election.
- (d) The stockholders of this corporation shall have no preemptive right to subscribe for and purchase any additional stock issued by the corporation.

THIRD: The provisions of Article IX relating to Preemptive Rights are hereby deleted and of no further force or effect.

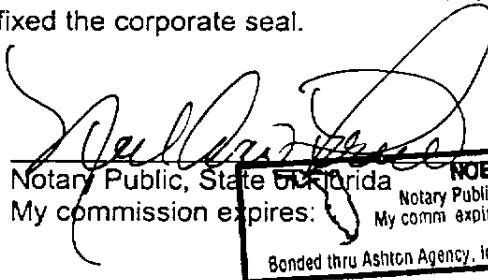
FOURTH: The foregoing Amendments were duly adopted by the Board of Directors and by all of the shareholders of the Corporation in accordance with Sections 607.0821 and 607.0704 of the Florida Statutes by unanimous written consent on MARCH 22, 2005.

IN WITNESS WHEREOF, the undersigned President of the corporation has executed this instrument this 22ND day of MARCH, 2005.


JOHN G. ALDOUS, President

STATE OF FLORIDA
COUNTY OF DUVAL

The foregoing instrument was acknowledged before me this March 22, 2005, by John G. Aldous as President of Tifton Cycles of, Inc., who is personally known to me or has produced HIS DRIVERS LICENSE as identification and is authorized to sign this document on behalf of said corporation and has affixed the corporate seal.


Notary Public, State of Florida
My commission expires: Sept. 16, 2008

NOEL ANN PRICE
Notary Public, State of Florida
My comm. expires Sept. 16, 2008
No. 00355458
Bonded thru Ashton Agency, Inc. (800)451-4854