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SECRETARY OF STATE

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TRANSMITTAL LETTER

Department of State Division of Corporations P. O. Box 6327 Tallahassee, FL 32314 SUBJECT: Enclosed are an original and one (1) copy of the articles of incorporation and a check for: \$78.75 \$87.50 \$70.00 \$78.75 Filing Fee Filing Fee Filing Fee Filing Fee, & Certificate of Status & Certified Copy Certified Copy & Certificate of Status ADDITIONAL COPY REQUIRED FROM: Name (Printed or typed)

NOTE: Please provide the original and one copy of the articles.

City, State & Zip

FILED

03 APR 17 AM 8: 46

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

S. PAZ INVESTMENTS, INC.

The undersigned, for the purpose of forming a corporation for profit under the laws of the State of Florida, hereby adopt the following Articles of Incorporation:

ARTICLE I

The name of this Corporation shall be S. PAZ INVESTMENTS, INC.

ARTICLE II

DURATION

This Corporation shall have perpetual existence unless dissolved pursuant to law and shall commence business as of the date of filing of these Articles of Incorporation.

ARTICLE III

GENERAL NATURE OF BUSINESS

This corporation may engage in any activity of business permitted under the laws of the State of Florida; said corporation's primary purpose shall be to engage bicycle sales, repairs and rentals.

ARTICLE IV

CAPITAL STOCK

This Corporation is authorized to issue 1000 shares of \$1.00 par value common stock, as follows: Hundred percent (100%) of the stock to be owned by Sergio A. Paz.

ARTICLE V PRINCIPAL PLACE OF BUSINESS

The principal place of business of this Corporation is: 819 Hansen Street, West Palm Beach, Fl. 33415 with the privilege of having branch offices at other places within or without the State of Florida.

ARTICLE VI OFFICERS AND DIRECTORS

The names and post office address of the initial officers and directors who shall hold office for the first year of the corporation's existence or until their successors are elected are:

Sergio A. Paz (president) 819 Hansen Street, West Palm Beach, FL 33415.

ARTICLE VII INCORPORATOR

The name and address of the person signing these Articles is:

Sergio A. Paz 819 Hansen Street West Palm Beach, FL 33415

ARTICLE VIII
REGISTERED OFFICE AND REGISTERED AGENT

The name of the registered agent and the street address of the initial registered office of this Corporation is:

Sergio A. Paz 819 Hansen Sreet West Palm Beach, Florida 33415

ARTICLE IX
BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and shareholders.

ARTICLE X AMENDMENTS

This Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation or any Amendment hereto and any right conferred upon the Stockholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned, being the original incorporator to the Articles of Incorporation herein, for the purpose of forming a corporation to do business both within and without the State of Florida, under the laws of Florida, do make and file these Articles, hereby declaring and certifying that the facts herein stated are true, this N day of Open , 2003

05 LTE 05 5 000 L

Sergio/A. Paz

STATE OF FLORIDA

COUNTY OF PALM BEACH)

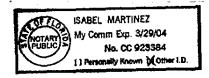
)

BEFORE ME, the undersigned authority, personally appeared SERGIO A. PAZ, Who after being first duly swom, deposes and states, that he signed the foregoing Articles of Incorporation for the purposes stated therein expressed.

WITNESS my hand and official seal at the State and County aforesaid, this 14 day of 0001.

NOTARY PUBLIC

My commission expires:



CERTIFICATE OF DESIGNATION REGISTERED AGENT REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designation the registered office/registered agent, in the state of Florida.

- 1. The name of the corporation is: S. PAZ INVESTMENTS, INC.
- 2. The name and address of the registered agent and office is:

SERGIO A. PAZ 819 Hansen Street West Palm Beach, Florida 33415 03 APR 17 AM 8: 46
SECRETARY OF STATE
TALL AHASSEE, FLORIDA

I HAVE BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

Sergio A/Jaz/ REGISTERED AGENT

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