

SENT BY:

3/16/95

((H95000003020))

TO: DIVISION OF CORPORATIONS
DEPARTMENT OF STATE
STATE OF FLORIDA
409 EAST GAINES STREET
TALLAHASSEE, FL 32399
FAX: (904) 922-4000

PUBLIC ACCESS SYSTEM
ELECTRONIC FILING COVER SHEET

FROM: GEIGER, KASDIN, HELLER & KUPERSTEIN,
1428 BRICKELL AVE
6TH FLOOR
MIAMI FL 33131-
CONTACT: BEVERLY O RIEDY
PHONE: (305) 372-5000
FAX: (305) 372-0052

((H95000003020))

DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: OCEAN DRIVE MOPED, INC.

FAX AUDIT NUMBER: H95000003020

DATE REQUESTED: 03/16/1995

CERTIFIED COPIES: 1

NUMBER OF PAGES: 3

ESTIMATED CHARGE: \$122.50

CURRENT STATUS: REQUESTED

TIME REQUESTED: 11:26:51

CERTIFICATE OF STATUS: 0

METHOD OF DELIVERY: FAX

ACCOUNT NUMBER: 076030000723

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3/16/95

FLORIDA DIVISION OF CORPORATIONS

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T. BROWN MAR 16 1995

SENT BY:

3-16-85 : 11:46 GEIGER KASDIN HELLER- DIV OF CORPORATIONS: 2/ 4

PA#: H95-3020

**ARTICLES OF INCORPORATION OF
OCEAN DRIVE MOPED, INC.**

FILED
95 MAR 16 PM 1:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLE I
NAME**

The name of the Corporation is OCEAN DRIVE MOPED, INC.

**ARTICLE II
DURATION**

This Corporation shall commence its existence upon the filing of these Articles of Incorporation and shall continue perpetually thereafter.

**ARTICLE III
PURPOSE**

This Corporation is organized for the purpose of transacting any and all lawful business under the laws of the State of Florida.

**ARTICLE IV
PRINCIPAL OFFICE AND MAILING ADDRESS**

The principal office and mailing address of the corporation is: 826 Ocean Drive, Miami Beach, Florida 33139.

**ARTICLE V
CAPITAL STOCK**

This Corporation is authorized to issue 1,000 shares of \$1.00 par value common stock, which shall be designated "Common Shares."

Keith J. Blum, Esq.
GEIGER, KASDIN, HELLER & KUPERSTEIN, P.A.
1428 Brickell Avenue, 6th Floor
Miami, Florida 33131
Telephone: (305) 372-6000
Facsimile: (305) 372-0052
Florida Bar Number: 0879185

PA#: H95-3020

SENT BY:

3-16-85 : 11:40 : GEIGER KASDIN MELLER- DIV OF CORPORATIONS: 3/ 4

FA# : H95-3020

ARTICLE VI
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial Registered Office of this Corporation is 1428 Brickell Avenue, 6th Floor, Miami, Florida 33131, and the name of the initial Registered Agent of this Corporation at that address is Bruce A. Weil, Esq.

ARTICLE VII
INCORPORATOR

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

Name

Address

Bruce A. Weil, Esq

1428 Brickell Avenue
6th Floor
Miami, Florida 33131

ARTICLE VIII
POWERS

This Corporation shall have all of the corporate powers enumerated in the Florida Business Corporation Act.

ARTICLE IX
AMENDMENT

This Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment to them, and any rights conferred upon the shareholders are subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 16th day of March, 1995.

Bruce A. Weil, Esq.

FA# : H95-3020

SENT BY:

3-16-65 : 11:48 :GEIGER KASDIN HELLER- DIV OF CORPORATIONS:# 4/ 4

FA: H95-1020

**CERTIFICATE DESIGNATING REGISTERED OFFICE
FOR SERVICE OF PROCESS
WITHIN THE STATE OF FLORIDA, MAKING REGISTERED AGENT
UPON WHOM PROCESS MAY BE SERVED**

IN COMPLIANCE WITH SECTIONS 607.0501 AND 48.091, FLORIDA
STATUTES, THE FOLLOWING IS SUBMITTED:

THAT OCEAN DRIVE MOPED, INC., DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, HAS NAMED BRUCE A. WHIL, ESQ., LOCATED AT 1428 BRICKELL AVENUE, SIX FLOOR, MIAMI, DADE COUNTY, FLORIDA, 33131, ITS REGISTERED AGENT TO ACCEPT SERVICE OF PROCESS WITHIN THE STATE OF FLORIDA.

Bruce A. Wall, Esq.

Incorporator
TITLE

DATE _____

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 THE CAPACITY OF REGISTERED AGENT, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

Bruce A. Wall, Esq.

J: Work with loop lessons, and

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95 MAR 16 PM 1:40
SECRET
TALLAHASSEE, FLORIDA

FA#: H95-3020

P95000021478

SENT BY:

6-14-95 10:03 GRIGER KASDIN HELLER- DIV OF CORPORATIONS: 1/3

6/13/95

FLORIDA DIVISION OF CORPORATIONS

12:26 AM

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PUBLIC ACCESS SYSTEM

TO: DIVISION OF CORPORATIONS

ELECTRONIC FILING COVER SHEET

DEPARTMENT OF STATE

FROM: GRIGER, KASDIN, HELLER & KUPERSTEIN,

STATE OF FLORIDA

1428 BRICKELL AVE

409 EAST GAINES STREET

6TH FLOOR

TALLAHASSEE, FL 32399

MIAMI FL 33131-

FAX: (904) 922-4000

CONTACT: BEVERLY O RIEDY

3302-00003135-

PHONE: (305) 372-5000

FAX: (305) 372-0052

((H95000006598)))

DOCUMENT TYPE: REGISTERED AGENT CHANGE

NAME: OCEAN DRIVE MOPED, INC.

FAX AUDIT NUMBER: H95000006598

CURRENT STATUS: REQUESTED

DATE REQUESTED: 06/13/1995

TIME REQUESTED: 12:26:45

CERTIFIED COPIES: 1

CERTIFICATE OF STATUS: 0

NUMBER OF PAGES: 1

METHOD OF DELIVERY: FAX

ESTIMATED CHARGE: \$87.50

ACCOUNT NUMBER: 076030000723

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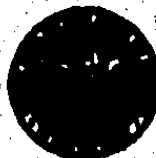
NAME: OCEAN DRIVE MOPED, INC.

Corracho,
Lynda

00500, 00135, 00674, 00672

SENT BY:

6-20-95 : 14:08 :GEIGER KASDIN NELLER- DIV OF CORPORATIONS: 2/ 8



FLORIDA DEPARTMENT OF STATE

Sandra B. Morham
Secretary of State

June 15, 1995

OCEAN DRIVE MOPED, INC.
826 OCEAN DRIVE
MIAMI BEACH, FL 33139

SUBJECT: OCEAN DRIVE MOPED, INC.
REF: P95000021478

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

The document is illegible and not acceptable for microfilming.

The FAN audit number must be on the top and bottom of each page of the document.

If you have any questions concerning the filing of your document, please call (904) 487-6662.

Linda Stitt
Corporate Specialist

FAN Aud. #: H95000000099
Letter Number: 458000029368

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

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95 JUN 20 PM 2:41

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6-20-95 : 14:07 :GEIGER KASDIN HELLER- DIV OF CORPORATIONS:# 1/ 5

GEIGER, KASDIN, HELLER, KUPERSTEIN, CHANES & WEIL, P.A.
1428 BRICKELL AVENUE, 6TH FLOOR
MIAMI, FLORIDA 33131
(305) 372-5000
(305) 372-0552 (Fax)

IMPORTANT: THIS MESSAGE IS INTENDED ONLY FOR THE USE OF THE INDIVIDUAL OR ENTITY TO WHICH IT IS ADDRESSED AND MAY CONTAIN INFORMATION THAT IS PRIVILEGED, CONFIDENTIAL AND EXEMPT FROM DISCLOSURE UNDER APPLICABLE LAW. IF THE READER OF THIS MESSAGE IS NOT THE INTENDED RECIPIENT, OR THE EMPLOYEE OR AGENT RESPONSIBLE FOR DELIVERING THE MESSAGE TO THE INTENDED RECIPIENT, YOU ARE HEREBY NOTIFIED THAT ANY DISSEMINATION, DISTRIBUTION OR COPY OF THIS COMMUNICATION IS STRICTLY PROHIBITED. IF YOU HAVE RECEIVED THIS COMMUNICATION IN ERROR, PLEASE NOTIFY US IMMEDIATELY BY TELEPHONE AND RETURN THE ORIGINAL MESSAGE TO US AT THE ABOVE ADDRESS VIA THE U.S. POSTAL SERVICE. THANK YOU.

DATE: JUNE 20, 1995

TO: Linda Stitt FAX: 904-922-4000

FROM: Esther Hellwig

RE: Ocean Drive Moped, Inc. and South Beach Moped, Inc.

CLIENT #: 29425.201

Number of Pages (including cover page): 5

Transmitted by: Esther

PLEASE CALL (305) 372-5000 if you experience any problems with this transmission.

ADDITIONAL COMMENTS: Attached are legible copies.

SENT BY:

6-20-85 : 14:08 : GEIGER KASDIN HELLER- DIV OF CORPORATIONS: # 3/ 5

FA# H95-6596

FLORIDA DEPARTMENT OF STATE, SANDRA B. MORTHAM, SECRETARY OF STATE

**STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED
AGENT OR BOTH FOR CORPORATIONS**

Pursuant to the provisions of sections 607.0802, 617.0802, 607.1508, or 617.1508, Florida Statutes, the undersigned corporation organized under the laws of the State of FLORIDA submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.

1a. The name of the corporation is: OCEAN DRIVE MOPED, INC.

1b. Date of Incorporation MARCH 16, 1984 Document number P95000021478

2. The name and address of the current registered agent and office:
(P.O. Box Not Acceptable)

BRUCE A. WEIL ESQ.
1426 BRICKELL AVENUE, 6TH FLOOR
MIAMI, FLORIDA 33131

3. The name and address of the new registered agent and office:
(P.O. Box Not Acceptable)

KAREN DAVIS
828 OCEAN DRIVE
MIAMI BEACH, FLORIDA 33139

The street address of its registered agent and the street address of the business office of its registered agent as changed will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board.

SIGNATURE

DATE

BRUCE A. WEIL, Attorney
Typed or printed name and title

HAVING 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 RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATION OF MY POSITION AS REGISTERED AGENT.

Bruce A. Weil, Esq.
Geiger, Kasdin, Heller, Kuperstein
Charnes & Weil, P.A.
1426 Brickell Avenue, 6th Floor
Miami, Florida 33131
Telephone: (305) 372-6000
Facsimile: (305) 372-0052
Florida Bar Number: 818469

SIGNATURE

(Registered Agent)

KAREN DAVIS

DATE

DIVISION OF CORPORATIONS, P.O. BOX 6327, TALLAHASSEE, FL 32314
CR2E046 (7-91)

FILING FEE: \$35.00

FA# H95-6596

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