

SENT BY:

3/16/95

((H95000003015))

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

FLORIDA DIVISION OF CORPORATIONS
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

((H95000003015))

DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: SOUTH BEACH MOPED, INC.

FAX AUDIT NUMBER: H95000003015

DATE REQUESTED: 03/16/1995

CERTIFIED COPIES: 1

NUMBER OF PAGES: 3

ESTIMATED CHARGE: \$122.50

CURRENT STATUS: REQUESTED

TIME REQUESTED: 11:23:47

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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11:23 AM

((H95000003015))

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T. BROWN MAR 16 1995

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MAR 16 PM 1:43
TALLAHASSEE, FLORIDA

SENT BY:

3-16-85 : 11:47 :GEIGER KASDIN HELLER- DIV OF CORPORATIONS: 2/ 4

FA#: H95-3015

**ARTICLES OF INCORPORATION OF
SOUTH BEACH MOPED, INC.**

**ARTICLE I
NAME**

The name of the Corporation is SOUTH BEACH 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

FA#: H95-3015

FILED
95 MAR 16 PM 1:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SENT BY:

3-16-95 : 11:48 :GEIGER KASDIN HELLER- DIV OF CORPORATIONS: 3/ 4

FA#: H95-3015

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

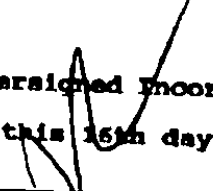
ARTICLE VIII
POWERS

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#: H95-3015

SENT BY:

3-16-85 : 11:48 : GEIGER KASDIN HELLER- DIV OF CORPORATIONS: 4/ 4

FA#: H95-3015

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

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

THAT SOUTH BEACH MOVED, INC., DESIRING TO ORGANIZE OR QUALIFY
UNDER THE LAWS OF THE STATE OF FLORIDA, HAS NAMED BRUCE A. WEIL,
ESQ., LOCATED AT 1428 BRICKELL AVENUE, 6TH FLOOR, MIAMI, DADE
COUNTY, FLORIDA, 33131, ITS REGISTERED AGENT TO ACCEPT SERVICE OF
PROCESS WITHIN THE STATE OF FLORIDA.

Bruce A. Weil, Esq.

Incorporator
TITLE

3/16/85
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. Weil, Esq.

1:10 PM 3/16/85

FA#: H95-3015

SENT BY:

P95000021486

6-14-95 : 16:05 : GETTER KASDIN HELLER - OF CORPORATIONS: 1/3

6/13/95 FLORIDA DIVISION OF CORPORATIONS 12:14 AM
PUBLIC ACCESS SYSTEM
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TO: DIVISION OF CORPORATIONS FROM: GEIGER, KASDIN, HELLER & KUPERSTEIN,
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409 EAST GAINES STREET MIAMI FL 33131- 3- 9
TALLAHASSEE, FL 32399
FAX: (904) 922-4000 CONTACT: BEVERLY O RINDY
PHONE: (305) 372-5000
FAX: (305) 372-0052

(((H95000006596))) DOCUMENT TYPE: REGISTERED AGENT CHANGE
NAME: SOUTH BEACH MOPED, INC.

FAX AUDIT NUMBER: H95000006596 CURRENT STATUS: REQUESTED
DATE REQUESTED: 06/13/1995 TIME REQUESTED: 12:14:05
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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PUBLIC ACCESS SYSTEM
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STATE OF FLORIDA 6TH FLOOR
409 EAST GAINES STREET MIAMI FL 33131- 3- 9
TALLAHASSEE, FL 32399
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Conrad
Hand

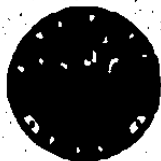
21 JUN 1995

10500, 00135, 006

10500, 00135, 006
FILED
99 JUN 20 PM 4:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SENT BY:

6-20-95 : 14:00 :CEIDER KASDIN NELLER- DIV OF CORPORATIONS:# 4/ 5



FLORIDA DEPARTMENT OF STATE

Sandra S. Northam
Secretary of State

June 15, 1995

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

SUBJECT: SOUTH BEACH MOPED, INC.
REF: PS0000021486

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

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If you have any questions concerning the filing of your document, please call (800) 487-6902.

Linda Stitt
Corporate Specialist

FAN Aud. #: H95000006596
Letter Number: 695A00029365

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

FLORIDA DEPARTMENT OF CORPORATIONS

95 JUN 20 PM 2:41

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6-20-95 : 14:09 :GEIGER KASDIN HELLER- DIV OF CORPORATIONS: 8/ 5

FAS H95-0505

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 607.0502, 617.0502, 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: SOUTH BEACH MOBED, INC.

1b. Date of Incorporation MARCH 18, 1995 Document number P950000214

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

BRUCE A. WEIL, ESQ.
1428 BRICKELL AVENUE, 8TH 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 33138

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.

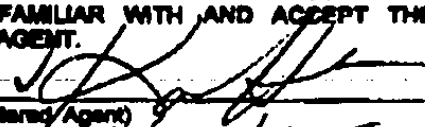

SIGNATURE

6/13/95
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.
1428 Brickell Avenue, 8th Floor
Miami, Florida 33131
Telephone: (305) 372-6000
Facsimile: (305) 372-0062
Florida Bar Number: 818499

SIGNATURE 

(Registered Agent)

KAREN DAVIS

DATE 6/13/95

DIVISION OF CORPORATIONS, P.O. BOX 6327, TALLAHASSEE, FL 32314
CR2E045 (7-91)

FILING FEE: \$35.00

FAS H95-0505

J:\WORK\BTR\H95\0505\BOUTHE.F20