

SENT BY:

3-16-85 : 11:48 : GEIGER KASDIN HELLER - DIV OF CORPORATIONS: # 2 / 4

FA#: H95-3023

**ARTICLES OF INCORPORATION OF
REDUARD MOPED, INC.**

**ARTICLE I
NAME**

The name of the Corporation is REDUARD 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#: H95-3023

FILED
95 MAR 16 PM 1:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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3-16-83 : 11:50 :GEIGER KASDIN HELLER- DIV OF CORPORATIONS:# 3/ 4

FA#: H95-3023

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:

<u>Name</u>	<u>Address</u>
Bruce A. Weil, Esq	1428 Brickell Avenue 6th Floor Miami, Florida 33131

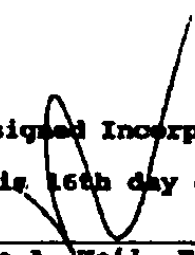
ARTICLE VIII
POWERS

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#: H95-3023

SENT BY:

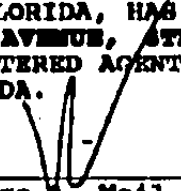
3-10-95 : 11:50 : GEIGER KASDIN HELLER- DIV OF CORPORATIONS: 4/ 4

PA#: H95-3023

**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 REDBIRD MOPED, 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, 8TH FLOOR, MIAMI, DADE
COUNTY, FLORIDA, 33131, ITS REGISTERED AGENT TO ACCEPT SERVICE OF
PROCESS WITHIN THE STATE OF FLORIDA.



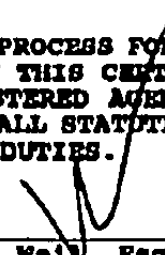
Bruce A. Weil, Esq.

INCORPORATOR
TITLE

DATE

3/10/95

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.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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