

120 HAYS STREET
TALLAHASSEE, FL 32304

800-343-8086

P95000023090



ACCOUNT NO. : 072100000032

REFERENCE : 564121 129910A

AUTHORIZATION :

COST LIMIT : 0 122.50

Patricia T. [signature]

ORDER DATE : March 22, 1995

ORDER TIME : 9:49 AM

ORDER NO. : 564121

00000014300078

CUSTOMER NO: 129910A

CUSTOMER: Robert L. Jamerson, Jr., Esq
ROBERT L. JAMERSON, JR., P.A.

Penthouse 2, Gables Int. Plaza
2655 Lejeune Road
Coral Gables, FL 33134

FILED
95 MAR 22 PM 11:33
SEC. OF STATE
TALLAHASSEE, FLORIDA

DOMESTIC FILING

RUSH WILL WAIT

RUSH WILL WAIT

NAME: LORAM HOLDINGS, INC.

P95000023090

XX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

EFFECTIVE DATE
3-21-95

CONTACT PERSON: Carol M. Hensal

EXAMINER'S INITIALS:

TM

3-22-95
00/4

ARTICLES OF INCORPORATION
OF
LORAM HOLDINGS, INC.

EFFECTIVE DATE

3-21-95

FILED

95 MAR 22 PM 11:32

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I.

NAME

The name of the corporation is LORAM HOLDINGS, INC.

ARTICLE II.

DURATION AND BEGINNING OF CORPORATE EXISTENCE

The corporation shall exist perpetually. The date when the corporate existence of this corporation shall begin shall be March 21, 1995.

ARTICLE III.

NATURE OF BUSINESS

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV.

CAPITAL STOCK

The corporation is authorized to have outstanding one class of stock designated as common stock. The maximum number of shares of common stock which the corporation is authorized to have outstanding is 10,000 shares of common stock of a par value of \$1.00 per share. Holders of common stock are entitled to vote on all questions required by law on the basis of one vote per share and there shall be no cumulative voting. Holders of common stock shall have preemptive rights to subscribe to the corporation's securities.

ARTICLE V.

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation in the State of Florida is 2655 Le Jeune Road, Penthouse II, Coral Gables, Florida 33134, and the name of the initial registered agent of this corporation at that address is Robert L. Jamerson, Jr., P.A.

ARTICLE VI.

PRINCIPAL OFFICE

The initial principal place of business and mailing address of this corporation shall be: c/o Jamerson, Sutton & Surlas, 2655 Le Jeune Road, Penthouse II, Coral Gables, Florida 33134.

ARTICLE VII.

INCORPORATOR

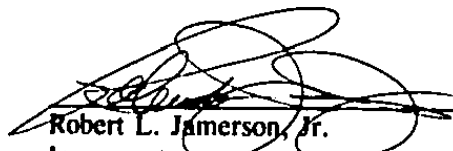
The name and address of the incorporator subscribing to these Articles of Incorporation is Robert L. Jamerson, Jr., 2655 Le Jeune Road, Penthouse II, Coral Gables, Florida 33134.

ARTICLE VIII.

INDEMNIFICATION

The corporation shall indemnify, to the full extent permitted by law, any officer, director, employee or agent of the corporation, or any former officer, director, employee or agent of the corporation, or any person who at the request of the corporation is or was serving as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 21st day of March 1995.


Robert L. Jamerson, Jr.
Incorporator

CERTIFICATE OF REGISTERED AGENT
OF
LORAM HOLDINGS, INC.

FILED
95 MAR 22 AM 11:32
SECRET
TALLAHASSEE, FLORIDA

Pursuant to Sections 607.0501 and 607.0505 of the Florida Statutes, the following is submitted, in compliance therewith:

That LORAM HOLDINGS, INC., desiring to organize under the laws of the State of Florida with its principal office in Coral Gables, Florida, has named Robert L. Jamerson, Jr., P.A., 2655 Le Jeune Road, Penthouse II, Coral Gables, County of Dade, State of Florida, agent to accept service of process within the State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept 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, including the obligations provided in Florida Statutes Section 607.0505.

Dated this 21st day of March 1995.

Robert L. Jamerson, Jr., P.A.

By: 
Robert L. Jamerson, Jr., President

195000023090

JAMERSON, SUTTON & SURLAS
A PARTNERSHIP INCLUDING PROFESSIONAL ASSOCIATIONS
PENTHOUSE II • GABLES INTERNATIONAL PLAZA
2885 LE JEUNE ROAD
CORAL GABLES, FLORIDA 33134

ROBERT L. JAMERSON, JR., P.A.
JOHN O. SUTTON, P.A.
JEFFREY R. SURLAS, P.A.

TELEPHONE (305) 448-1298
FACSIMILE (305) 448-8238

May 16, 1996

Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

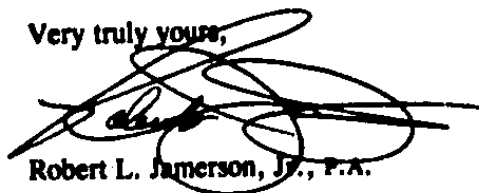
Re: Loram Holdings, Inc.

Dear Sir or Madam:

Enclosed for filing are Articles of Amendment to the Articles of Incorporation of the above-referenced company. Also enclosed is our check made payable to the Department of State in the amount of \$96.25, representing the \$35.00 filing fee for the Articles of Amendment, \$52.50 for a certified copy of the Articles of Incorporation of the company as amended, and \$8.75 for a Certificate of Status for this company.

Please forward the certified copy of the Articles of Incorporation as amended and the Certificate of Status to the undersigned.

Very truly yours,


Robert L. Jamerson, Jr., P.A.

RLJ:mg
Enclosures

FILED
96 MAY 17 PM 1:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NC
PAB
5/23

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
LORAM HOLDINGS, INC.

1. The name of the corporation is LORAM HOLDINGS, INC. (the "Corporation").
2. ARTICLE 1 of the Articles of Incorporation of the Corporation is amended to read as follows:

"ARTICLE 1

NAME

The name of the corporation is:

CYCLELOGIC CORPORATION."

3. This Amendment was approved and adopted as of May 6, 1996, by all of the holders of the Corporation's common stock, which is the only group of the Corporation's shareholders entitled to vote on the Amendment, and the number of votes in favor of the Amendment was sufficient for approval.

IN WITNESS WHEREOF, the undersigned Vice President of the Corporation has executed these Articles of Amendment as of May 6, 1996.



DAVID DANIEL BRILLEMBOURG
Vice President

(Seal)

FILED
MAY 17 PM 1:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PLEASE READ ALL INSTRUCTIONS BEFORE COMPLETING THIS FORM.

APPLICATION
FOR
REINSTATEMENT



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

DIVISION OF CORPORATIONS

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

96 SEP 23 AM 8:51

mtu
10/10

DOCUMENT # P95000023090

1 Corporation Name

CYCLELOGIC CORPORATION

Principal Place of Business
c/o Jamerson, Sutton & Surlas
2655 Le Jeune Road, PH-2
Coral Gables, Florida 33134

Mailing Address
c/o Jamerson, Sutton &
Surlas
2655 Le Jeune Road, PH-2
Coral Gables, FL 33134

If above addresses are incorrect in any way, line through incorrect information and enter correction below.

2 New Principal Office Address, if Applicable

3 New Mailing Address, if Applicable

Suite, Apt. #, etc.

Suite, Apt. #, etc.

City & State

City & State

Zip

Country

Zip

Country

DO NOT WRITE IN THIS SPACE

4. Date Incorporated or Qualified
To Do Business in Florida
03/21/1995

5. FEI Number

Applied For

X Not Applicable

6. CERTIFICATE OF STATUS DESIRED

7. Names and Street Addresses of Each Officer and/or Director (Florida nonprofit corporations must list at least 3 directors)

1 Title(s)	2 Name of Officers and/or Directors	3 Street Address of Each Officer and/or Director (Do NOT Use Post Office Box Numbers)	4 City / State / Zip
DPS	RAMON BARRIOS	2655 Le Jeune Road, PH-2	Coral Gables, FL 33134
DVT	DAVID D. BRILLEMBOURG	2655 Le Jeune Road, PH-2	Coral Gables, FL 33134

1000001972101
-10/11/96--01096--025
****375.00 ****375.00

8. Name and Address of Current Registered Agent

ROBERT L. JAMERSON, JR., P.A.
2655 Le Jeune Road, Penthouse II
Coral Gables, Florida 33134

9. Name and Address of New Registered Agent

Name

Street Address (P.O. Box Number is Not Acceptable)

Suite, Apt. #, Etc.

City

State
FL

Zip Code

10. I, being appointed the registered agent of the above named corporation, am familiar with and accept the obligations of Section 607.0505, F.S.

Signature of
Registered Agent

[Signature]
REGISTERED AGENT MUST SIGN

Date 9/17/96

11. Does this corporation pay any intangible tax to the
Dept. of Revenue under S. 199.032, Florida Statutes. Yes ☐ No ☒

(See other side for information
on intangible tax.)

12. I do hereby certify that the information supplied with this filing is voluntarily furnished and does not qualify for the exemption stated in Section 119.07(3)(k), Florida Statutes. I release the Division of Corporations from any liability of non-compliance with Section 119.07(3)(k) in the event that the information supplied is deemed exempt from public access. I certify that I am an officer or director or the receiver or trustee empowered to execute this application as provided for in chapter 607 or 617, F.S. I further certify that when filing this reinstatement application the reason for dissolution has been eliminated, the corporate name satisfies the requirements of section 607.0401 or 617.0401, F.S., and that all fees owed by the corporation have been paid. The information indicated on this application is true and accurate, and my signature shall have the same legal effect as if made under oath.

SIGNATURE: X

SIGNATURE IDENTIFIED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR
DAVID D. BRILLEMBOURG

9/17/96
Date

(305) 371-2340
Daytime Phone #

CR02040 (12/94)