

1201 HAYS STREET

800-343-8086

P9500052272

CSO networks

PRENICE HALL
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000032

REFERENCE : 632972 82150A

AUTHORIZATION :

COST LIMIT : \$ 122.50 *Patricia Pyrite*

ORDER DATE : July 6, 1995

ORDER TIME : 10:24 AM

ORDER NO. : 632972

000001530850

CUSTOMER NO: 82150A

CUSTOMER: Mr. Robert Aratingi
XL CORPORATE SERVICES

62 White Street

New York, NY 10013

DOMESTIC FILING

NAME: SHIFTING GEARS BICYCLE TOURS,
INC.

FILED
95 JUL -6 AM 8:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

- ARTICLES OF INCORPORATION
- CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- CERTIFIED COPY
- PLAIN STAMPED COPY
- CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Gail L. Shelby

EXAMINER'S INITIALS: T. BROWN JUL - 7 1995

ARTICLES OF INCORPORATION
OF
SHIFTING GEARS BICYCLE TOURS, INC.

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

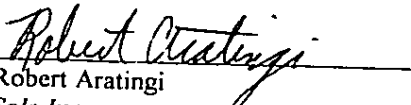
THE UNDERSIGNED sole incorporator, being a natural person competent to contract and desiring to form a corporation under Title XXXV, Chapter 607 of the revised Florida Statutes, herewith submits the following information:

1. The name of the corporation is SHIFTING GEARS BICYCLE TOURS, INC.
2. The duration of the corporation shall be perpetual.
3. The general purpose or purposes for which this corporation is being formed are to include the transaction of any or all lawful business for which corporations may be incorporated under this chapter.
4. The aggregate number of shares which the corporation shall have authority to issue is 1,000 shares, all without par value and of one class.
5. The principal address and mailing address of the corporation will be 107 East Harvard, Orlando, FL 32804 and the name of its initial registered agent at such address is Mr. Daniel W. Stanley.
6. The number of directors constituting the initial board of directors is One and the name and address of each person who is to serve as a member thereof is as follows:

Ms. Nichole M. LeBrun, 107 East Harvard, Orlando, FL 32804
7. The name and address of the sole incorporator is: Robert Aratingi, c/o XL CORPORATE SERVICES, INC., 62 WHITE STREET, 2ND FLOOR, NEW YORK, NY 10013.

IN WITNESS WHEREOF, the undersigned, as sole incorporator of this corporation has executed these Articles of Incorporation.

Dated: 06/14/95


Robert Aratingi
Sole Incorporator

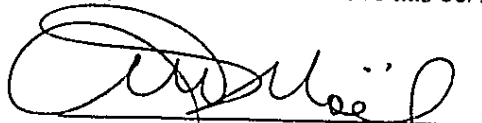
ACKNOWLEDGEMENT

STATE OF NEW YORK: COUNTY OF NEW YORK: ss.:

I HEREBY CERTIFY, that on this day, before me, a Notary Public duly authorized in the state and county named above to take acknowledgments, personally appeared to me, Robert Aratingi, known to be the person described as the subscriber in and who executed the foregoing Articles of Incorporation and acknowledged before me that he subscribed to those Articles of Incorporation.

WITNESS my hand and official seal in the county and state named above this 06/14/95.

MARC D. MOEL
Notary Public, State of New York
No. 31-4954980
Qualified in New York County
Commission Expires August 28, 1995


MARC D. MOEL, ESQ.
Notary Public

ACCEPTANCE OF APPOINTMENT

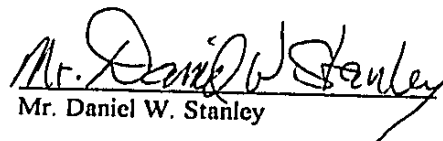
AS

REGISTERED AGENT

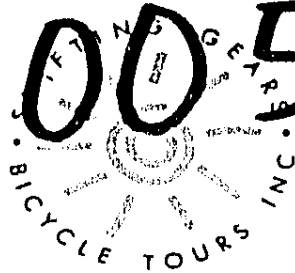
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I, the undersigned, do hereby accept appointment as Registered Agent of SHIFTING
GEARS BICYCLE TOURS, INC., the within named corporation.

Dated: 6/26/95


Mr. Daniel W. Stanley

P95000052272



Florida Division of Incorporation
P.O. Box 6327
Tallahassee, Florida 32314

To Whom It May Concern,

I am writing to inform you that Shifting Gears Bicycle Tours, Inc. has moved to a new address. The present corporate address 107 E. Harvard Street is now changed to Shifting Gears Bicycle Tours, Inc., 3100 Old Winter Garden Road, #324, Ocoee, Florida, 34761.

Thank you for your kind attention to this matter.

Sincerely,

Nichole' M. LeBrun

Nichole' M. Le Brun

Owner
Shifting Gears Bicycle Tours, Inc.
3100 Old Winter Garden Road
#324
Ocoee, Florida 34761

updated 10/6/17/96