

08/24/1995

638

CORPORATE CREATIONS

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FLORIDA DIVISION OF CORPORATIONS  
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TO: DIVISION OF CORPORATIONS  
DEPARTMENT OF STATE  
STATE OF FLORIDA

FROM: CORPORATE CREATIONS ENTERPRISES, INC  
4521 PGA BLVD., S-211

409 EAST GAINES STREET  
TALLAHASSEE, FL 32399

PALM BEACH GARDENS FL 33418-0000

FAX: (904) 922-4000

CONTACT: FRANK A RODRIGUEZ

PHONE: (407) 694-8107

FAX: (407) 694-1639

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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: SPECIALIZED MOTORCYCLES, INC.

FAX AUDIT NUMBER: H95000009378

CURRENT STATUS: REQUESTED

DATE REQUESTED: 08/24/1995

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EFFECTIVE DATE

8/24/95

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Articles of Incorporation  
of  
Specialized Motorcycles, Inc.

Article I. Name

The name of this Florida corporation is:  
Specialized Motorcycles, Inc.

Article II. Address

The mailing address of the Corporation is:  
Specialized Motorcycles, Inc.  
PO Box 1182  
Ft. Lauderdale FL 33302

Article III. Capital Stock

The Corporation shall have the authority to issue 2,000 shares of common stock, par value \$.01 per share.

Article IV. Registered Agent

The name and address of the registered agent of the Corporation is:

William R. Scherer  
c/o Conrad Scherer & Jenne  
633 South Federal Highway  
Ft. Lauderdale FL 33301

Article V. Board of Directors

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation.

Albert L. Frevola, Jr. FL Bar Member 857416  
Conrad Scherer & Jenne  
633 South Federal Highway  
Ft. Lauderdale FL 33301  
305-462-5500 • Fax 305-463-9244

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TALLAHASSEE, FLORIDA

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The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by law. The name of each initial member of the Corporation's Board of Directors is:

William R. Scherer  
David Boyer

Article VI. Incorporator

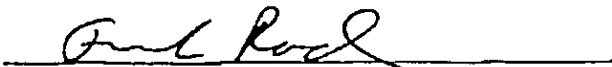
The name and address of the incorporator is:

Albert L. Frevola, Jr.  
Conrad Scherer & Jenne  
633 South Federal Highway  
Ft. Lauderdale FL 33301

Article VII. Corporate Existence

The corporate existence of the Corporation shall begin effective as of August 24, 1995

The authorized representative of the incorporator executed these Articles of Incorporation on August 24, 1995

  
Albert L. Frevola, Jr.  
by Frank A. Rodriguez as attorney-in-fact

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Albert L. Frevola, Jr. FL Bar Member 857416  
Conrad Scherer & Jenne  
633 South Federal Highway  
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**CERTIFICATE OF DESIGNATION  
REGISTERED AGENT AND REGISTERED OFFICE**

**CORPORATION:**

Specialized Motorcycles, Inc.

**REGISTERED AGENT:**

William R. Scherer  
c/o Conrad Scherer & Jenne  
633 South Federal Highway  
Ft. Lauderdale FL 33301

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I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.

  
\_\_\_\_\_  
William R. Scherer  
by Frank A. Rodriguez as attorney-in-fact

Date: August 24, 1995

Albert L. Frevola, Jr. FL Bar Member 857416  
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