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SECAL. TALLAHASSI E. FLORIDA

ACCOUNT NO. : 072100000032

REFERENCE : 926113 4390271

AUTHORIZATION :

COST LIMIT : # 122.50

ORDER DATE: April 22, 1996

ORDER TIME : 9:44 AM

ORDER NO. : 926113

CUSTOMER NO: 4390271

CUSTOMER: Jay R. Beskin, Esq.

FROMBERG FROMBERG LEWIS &

BRECKER

20801 Biscayne Blvd. Suite 505

Aventura, FL 33180

DOMESTIC FILING

NAME:

JERRY'S MOTORCYCLES. INC.

EFFECTIVE DATE:

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

CONTACT PERSON: Lori R. Dunlap

EXAMINER'S INITIALS:

700001789257

ARTICLES OF INCORPORATION

FILED

OF

96 APR 22 " 9 30

JERRY'S MOTORCYCLES, INC.

SCALARAS INTERCEDA

ARTICLE I - NAME

The name of this corporation is JERRY'S MOTORCYCLES, INC., and its mailing address is 101 Briny Avenue, #1002, Pompano Beach, FL 33062.

ARTICLE II - PURPOSE

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

ARTICLE III - CAPITAL STOCK

This corporation is authorized to issue 1,000 shares of one (\$1.00) dollar par value common stock.

ARTICLE IY - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation and the name of the initial registered agent of this corporation at such address are as follows:

Registered Agent

Street Address of Registered Office

Dade County Corporate

20801 Biscayne Boulevard, Suite #505

Agents, Inc.

Aventura, FL 33180

Attn: Lynn W. Fromberg, President

ARTICLE Y - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) Director initially. The number of Directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one. The initial Director of this corporation shall be the Incorporator named below.

ARTICLE VI - INCORPORATOR

The name and address of the person signing these articles is:

JAY R. BESKIN, ESQ. FROMBERG, FROMBERG, LEWIS & BRECKER, P.A. 20801 Biscayne Boulevard, #505 Aventura, FL 33180

ARTICLE YII - INDEMNIFICATION

The corporation shall indemnify all officers and directors, and former officers and directors, to the full extent permitted by law as the law now exists or may be amended hereafter.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 1944 day of April, 1996.

JAY/R. BESKIN, Incorporator

STATE OF FLORIDA

)ss:

COUNTY OF Dade

The foregoing instrument was acknowledged before me this 1996, by JAY R. BESKIN, ESQ., who is personally known to me.

Signature of person taking acknowledgment

Print name:

Title or rank:

Commission No.:

OFFICIAL NOTARY SEAL MARILYN KALIK NOTARY PUBLIC STATE OF FLORIDA COMMISSION NO. CC407489

10 N EXP. OCT. 26,1998

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ACCEPTANCE BY REGISTERED AGENT

FILED 96 APR 22 AT 9 33

The undersigned, DADE COUNTY CORPORATE AGENTS, INC., Wigsenddress is INTE 20801 BISCAYNE BOULEVARD, SUITE #505, AVENTURA, FLORIDA 33180, Hereby OR DA accepts the appointment as Registered Agent of JERRY'S MOTORCYCLES, INC., which is contained in the foregoing Articles of Incorporation.

DATED THIS _______ day of April, 1996.

Dade County Corporate Agents, Inc.

By:

Lynn W. Fromberg, President

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