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FAX: (904) 483-1044 PHONE: (305) 541-3094
((H96000000347))) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: MOTO PRO, INC.

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ARTICLES OF INCORPORATION
OF
MOTO PRO, INC.

THE UNDERSIGNED incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I. NAME

MOTO PRO, INC.

ARTICLE II. PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be :
**1854 NEPTUNE DRIVE
ENGLEWOOD, FLORIDA 34223**

ARTICLE III. CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is **SEVEN THOUSAND FIVE HUNDRED (7,500)** shares having a par value of **ONE DOLLAR (1.00)** per share.

ARTICLE IV. INITIAL BOARD OF DIRECTORS

The number of Directors constituting the initial Board of Directors of this Corporation is one (1). The number of Directors may be either increased or decreased from time to time by an amendment of the by-laws but shall never be less than one (1). The names and addresses of the initial Board of Directors are:

**FRANK SALTER
JULIE GUSTAFSON
1854 NEPTUNE DRIVE
ENGLEWOOD, FLORIDA 34223**

ARTICLE V. INCORPORATOR

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is (are):

**FRANK SALTER
1854 NEPTUNE DRIVE
ENGLEWOOD, FLORIDA 34223**

These Articles of Incorporation Prepared By:
Anthony G. Colomos, Jr., P.A.
6363 N.W. 6 Way Suite 210
Fort Lauderdale, Florida 33309
(305) 775-1001
Florida Bar Number 368363

SEARCHED
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ARTICLE VI INITIAL REGISTERED AGENT AND ADDRESS

The name(s) and address of the initial registered agent is:

FRANK SALTER
1834 NEPTUNE DRIVE
ENGLEWOOD, FLORIDA 34223

The undersigned has (have) executed these Articles of Incorporation this date: MAY 3, 1996



FRANK SALTER, incorporator

CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the state of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

1. The name of the corporation is: MOTO PRO, INC.

2. The name and address of the registered agent and office is: FRANK SALTER
1834 NEPTUNE DRIVE
ENGLEWOOD, FLORIDA 34223

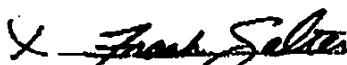
SIGNATURE: 
TITLE: PRESIDENT

DATE: MAY 3, 1996

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Having been named Registered Agent to accept service of process for the above stated Corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree 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.



Registered Agent

MAY 3, 1996
Date