

P960000649016

9452-2 Phillips Highway

Jacksonville, FL 32256

904/260-4684

June 5, 1996

Secretary of State  
Division of Corporations  
Capitol Building  
Tallahassee, Florida 32301

500001854295  
-06/06/96--01112--008  
\*\*\*\*245.00 \*\*\*\*122.50

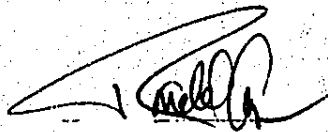
Dear Sirs:

Enclosed are two (2) copies of the Articles of Incorporation  
of Planet Harley, Inc.  
and the appointment of a registered agent for filing purposes.

Also enclosed is a check for \$122.50 to cover charter tax, filing fees, registered agent filing fee, and cost of a certified copy of the articles. Please send a certified copy to me.

Thank you for your prompt attention to this matter.

Very Sincerely,



SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

96 JUN -6 PM 3:15

FILED

Dmc  
6/7/96

# Articles of Incorporation of

Planet Harley, Inc.

FILED

96 JUN -6 PM 3:15

SECRET  
UNDER THE LAWS OF THE  
STATE OF FLORIDA

WE, THE UNDERSIGNED, natural persons of legal age, acting as incorporators of a corporation under the laws of the State of Florida, adopt the following articles of incorporation for such corporation:

- FIRST: The name of the corporation is Planet Harley, Inc.
- SECOND: The period of its duration is Perpetual
- THIRD: The purpose(s) for which the corporation is organized are To operate a retail company, and any other lawful business activity for which corporations may be incorporated under Chapter 607 of the Florida Statutes.
- FOURTH: The aggregate number of shares which the corporation shall have authority to issue is 7500, par value of 1 dollar (1.00) each.
- FIFTH: The corporation will not commence business until at least One Thousand Dollars (1,000.00) have been received by it as consideration for the issuance of shares.
- SIXTH: Cumulative voting of shares of stock is not authorized.
- SEVENTH: Provisions limiting or denying to shareholders the preemptive right to acquire additional or treasury shares of the corporation are: none
- EIGHTH: Provisions for the regulation of the internal affairs of the corporation are: Governed by the bylaws which shall be adopted by a majority of directors.
- NINTH: The address of the initial registered office of the corporation is: 9452-2 Phillips Highway Jacksonville, FL 32256  
and the name of its initial registered agent at such address is Ronald Ayers
- TENTH: Address of the principal place of business is 9452-2 Phillips Highway Jacksonville, FL 32256
- ELEVENTH: The number of directors constituting the initial board of directors of the corporation is 1.  
and the names and addresses of the persons who are to serve as directors until the first annual meeting of shareholders or until their successors are elected and shall qualify are:

Name

Address

Ronald Ayers

9452-2 Phillips Highway  
Jacksonville, FL 32256

The name and address of each incorporator is:

Name

Address

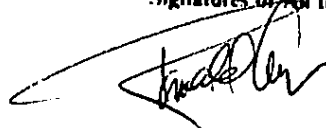
Ronald Ayers

9452-2 Phillips Highway  
Jacksonville, FL 32256

IN WITNESS WHEREOF, the incorporator(s) have hereunto set their hands this  
19 96

4th day of June

Signatures of All Incorporators




STATE OF FLORIDA )  
COUNTY OF Duval ) ss.

I, THE UNDERSIGNED, for the purpose of forming a corporation under the laws of the State of Florida, do hereby certify that I am incorporator of Planet Harley, Inc., and do make, file, and record these articles of incorporation, and do certify that the facts hereinabove are true; and I have accordingly hereunto set my hand this 4th day of June 1996.

SUBSCRIBED AND SWORN TO before me this 4th day of June 1976

**(SEAL)**

 Official Seal  
ANDREW S. WILLIAMSON  
Notary Public, State of Florida  
My Comm. Exp. Aug. 25, 1990  
No. CC 223540

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

FILED

RECEIVED - 6 PM 3:15

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

COMPLIANCE WITH SECTION 607.325, FLORIDA STATUTES, THE FOLLOWING

FIRST THAT Planet Harley, Inc.  
(Name of Corporation)

WITH ITS PLACE OF BUSINESS AT 9452-2 Phillips Highway, Jacksonville, Florida  
(Business Address, City and State)

HAS NAMED Ronald Ayers  
(Name of Registered Agent)

LOCATED AT 9452-2 Phillips Highway Jacksonville Florida 32256  
(Street Address and Number Of Building,  
Post Office Box Addresses ARE NOT Acceptable)

CITY OF Jacksonville, STATE OF FLORIDA, AS ITS AGENT TO ACCEPT SERVICE  
(City)  
OF PROCESS WITHIN FLORIDA.

SIGNATURE [Signature]  
(Corporate Officer)

TITLE Incorporator

DATE 6/4/96

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325 FLORIDA STATUTES.

SIGNATURE [Signature]  
(REGISTERED AGENT)

DATE 6/4/96

BUREAU OF CORPORATE RECORDS, P.O. BOX 6327, TALLAHASSEE, FL 32314

NOTE: There is a filing fee of \$3.00 for this certificate)