

P96000059823

7/16/96

Robert Lederman.

Requestor's Name

1570 MADRUGA AVE #11 311

Address

Coral Gables FL 33146.

City

State

ZIP

Phone

666-2288B

VALIDATION ONLY

800001895829
07/17/96--01039--014
***122.50 ***122.50

FILED
JUL 17 PM 1:38
RECEIVED
CLERK

CORPORATION(S) NAME

Bikesmart, Inc.

<input checked="" type="checkbox"/> Profit	<input type="checkbox"/> Amendment	<input type="checkbox"/> Merger
<input type="checkbox"/> NonProfit	<input type="checkbox"/> Foreign	<input type="checkbox"/> Mark
<input type="checkbox"/> Limited Partnership	<input type="checkbox"/> Annual Report	<input type="checkbox"/> Other
<input type="checkbox"/> Reinstatement	<input type="checkbox"/> Dissolution	<input type="checkbox"/> Change of Registered Agent
<input checked="" type="checkbox"/> Certified Copy	<input type="checkbox"/> Photo Copies	<input type="checkbox"/> Certificate Under Seal
<input type="checkbox"/> Call When Ready	<input type="checkbox"/> Call If Problem	<input type="checkbox"/> After 4:30
<input checked="" type="checkbox"/> Walk In	<input type="checkbox"/> Will Wait	<input checked="" type="checkbox"/> Pick Up
		<input type="checkbox"/> Mail Out

Name
Availability
Document
Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

CERTIFIED COPY

F. GROSSER

JUL 17 1996



Empire Toll Free: 1-800-432-3028

Member:
Florida Bar
New York Bar

Law Office
Robert Lederman, Esquire
Suite 311
1870 Madruga Avenue
Coral Gables, Florida 33146

Telephone:
(305) 000-2200
Facsimile:
(305) 001-0002

July 16, 1996

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

Re: Incorporation of
Blkosmart, Inc.

Gentlemen:

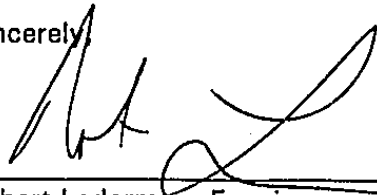
Enclosed herein you will find the following items with respect to the incorporation of the above named corporation:

1. Original and one copy of the Articles of Incorporation.
2. Original and one copy of the Acceptance of Designation of Registered Agent.
3. Check, in the amount of \$122.50 payable to the Secretary of State.

Upon your receipt of the enclosed items, I ask that you process the incorporation of the above named corporation. Please certify the enclosed copy of the Articles and return them to the agent of Empire Corporate Kit Co. who is delivering these papers to you on my behalf.

Thank you for your attention to this matter.

Sincerely,


Robert Lederman, Esquire

RL:me
encl.

ARTICLES OF INCORPORATION

ARTICLE ONE

NAME

The name of this corporation shall be Bikesmart, Inc.

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TALLAHASSEE, FLORIDA

ARTICLE TWO

TERM OF EXISTENCE

This corporation shall have perpetual existence unless sooner dissolved, in accordance with the laws of the State of Florida. Corporate existence shall commence upon the filing of these Articles with the Secretary of State.

ARTICLE THREE

PURPOSE

The corporation is being formed to engage in the business of the retail sale of bicycles and related products and to carry on such business activities as are ancillary and incidental to the aforesaid, and to conduct such other activities permitted under the laws of the United States of America and the laws of the State of Florida.

ARTICLE FOUR

CAPITAL STOCK

The capital stock of this corporation shall consist of 7,500 shares of common stock with a par value of \$1.00 per share.

ARTICLE FIVE

DIRECTORS

The number of Directors will not be less than one. The name and address of the first Director of this corporation is **KENNETH DANIEL VILATO**, 8240 S.W. 90th Street, Miami, Florida, 33156.

ARTICLE SIX

PRINCIPAL OFFICE

The initial address of the principal office of the corporation is 8240 S.W. 90th Street, Miami, Florida, 33156.

ARTICLE SEVEN

INCORPORATOR

The name and address of the person signing these Articles as an incorporator is **KENNETH DANIEL VILATO**, 8240 S.W. 90th Street, Miami, Florida, 33156.

ARTICLE EIGHT

INITIAL REGISTERED AGENT AND OFFICE

The name of this corporation's initial registered agent and the street address of its initial registered office is **KENNETH DANIEL VILATO**, 8240 S.W. 90th Street, Miami, Florida, 33156.

ARTICLE NINE

AMENDMENT

The Articles of Incorporation may be amended in any manner consistent with the laws of the State of Florida.

ARTICLE TEN

INDEMNIFICATION

This corporation shall indemnify any and all of its Directors or Officers, or former Directors or Officers, to the maximum extent permissible by law in connection with any action, suit or proceeding, whether civil, criminal, administrative, or investigative (and any appeals thereof) to which any such person or his legal representative shall be made a party. The foregoing right of indemnification shall not be exclusive of any other rights to which any such person may be entitled as a matter of law or which may be lawfully granted to him.

IN WITNESS WHEREOF, the undersigned has made,
subscribed and acknowledged these Articles of Incorporation on
this 15 day of July, 1996.

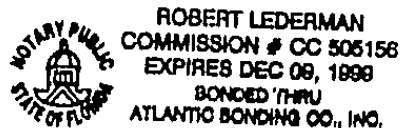
Kenneth D. Vilato
Kenneth Daniel Vilato

STATE OF FLORIDA)
) SS
COUNTY OF DADE)

The foregoing instrument was acknowledged before me on
this 15 day of July, 1996, by Kenneth Daniel Vilato, who is
personally known to me or who has produced a Florida driver's
license as identification and who did take an oath.

Robert Lederman
Notary Public
Print Name: Robert Lederman

my commission expires:



**ACCEPTANCE OF DESIGNATION
OF
REGISTERED AGENT**

The undersigned hereby accepts the appointment as Registered Agent, upon whom process may be served for Bikesmart, Inc.

Kenneth D. Vilato
Kenneth Daniel Vilato

FILED
JUL 17 PM 1:35
CLERK OF CIRCUIT COURT
JUL 17 1996

STATE OF FLORIDA)
) SS
COUNTY OF DADE)

The foregoing instrument was acknowledged before me on this 15 day of July, 1996, by Kenneth Daniel Vilato, who is personally known to me or who has produced a Florida driver's license as identification and who did take an oath.

Robert Lederman

Notary Public
Print Name: Robert Lederman

my commission expires:

ROBERT LEDERMAN
COMMISSION # CC 505156
EXPIRES DEC 08, 1999
BONDED THRU
ATLANTIC BONDING CO., INC.

