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PRINCE IN SERVICE ACCOUNT NO. : 072100000032

REFERENCE: 024134

AUTHORIZATION :

COST LIMIT : \$ 122.50

ORDER DATE: July 18, 1996

ORDER TIME : 11:55 AM

ORDER NO. : 024134

CUSTOMER NO:

8960A

800001898808

CUSTOMER: Debbie Miller, Legal Assistant EDWARD E. LEVINSON, P.A.

Financial Federal Bldg., ph-e

407 Lincoln Road

Miami Beach, FL 33139

DOMESTIC FILING

NAME:

BEACH CYCLING, 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: Victoria L. Perez

EXAMINER'S INITIALS:

FILED SECRETARY OF STATE DIVISION OF CORPORATIONS

96 JUL IR AH 9: 57

ARTICLES OF INCORPORATION

OF

BEACH CYCLING, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

BEACH CYCLING, INC.

The address of the principal office of this corporation shall be Financial Federal Building, PH-E, 407 Lincoln Road, Miami Beach, Florida 33139, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having \$1.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 407 Lincoln Road, Penthouse East, Miami Beach, Florida 33139, and the name of the initial registered agent of the corporation at that address is Edward E. Levinson.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have three Directors, initially. The names and addresses of the initial members of the Board of Directors are:

Sean Saladino 7601 East Treasure Drive, #2412 Dir. North Bay Village, Florida 33141

Kirk Caddell Same

Dir.

Mike Saladino Same

Dir.

ARTICLE VII. OFFICERS

The name and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

Sean Saladino Pres.

7601 East Treasure Drive, #2412 North Bay Village, Florida 33141

Kirk Caddell V. Pres.

Same

Mike Saladino Sec./Treas.

Same

ARTICLE VIII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

> Corporation Service Company 1201 Hays Street Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of Corporation Service Company, has hereunto set their hard and seal of Corporation Service Company on July 18, 1996.

CORPORATION SERVICE COMPANY

VLP

12107

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CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.0501 , Florida Statutes, the undersigned corpora-tion, 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: BEACH CYCLING, INC.	
	- 95
2. The name and address of the registered agent and office is:	
EDWARD E LEVINSON	
407 Lincoln Road (Name) Penthouse East	10 m
Mismi Bosch, Florida 33130 (P.O. Box NOT ecceptable)	9
	<u> </u>
(City/State/Zip)	
Having been named as registered agent and to accept service of process for the stated corporation at the place designated in this certificate, I hereby accept the appoint as registered agent and agree to act in this capacity. I further agree to comply we provisions of all statutes relating to the proper and complete performance of my duties of a statutes relating to the proper and complete performance of my duties. I am familier with and accept the obligations of my position as registered agent.	it the
SIGNATURE Column Column	ALVEN-
DATE	

REGISTERED AGENT FILING FEE: \$35.00

DIVISION OF CORPORATIONS, P.O. BOX 6327, TALLAHASSEE, FL 32314