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PATRIOT MOTORCYCLES & ACCESSORIES, INC.

AUDIT NUMBER.....H96000012062

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

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**ARTICLES OF INCORPORATION
OF
PATRIOT MOTORCYCLES & ACCESSORIES, INC.**

ARTICLE I - Name and Address

The name of this corporation is PATRIOT MOTORCYCLES & ACCESSORIES, INC. The mailing address of the corporation is: 628 Cleveland Street, Clearwater, FL 34615. The address of the corporation's principal office is 628 Cleveland Street, Clearwater, FL 34615.

ARTICLE II - Duration

This corporation shall have perpetual existence.

ARTICLE III - Capital Stock

This corporation is authorized to issue 100,000 shares of common stock, which shall be designated as "Common Shares." The par value of each share of stock shall be One Cent (\$0.01).

ARTICLE IV - Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 628 Cleveland Street, Clearwater, FL 34615, and the name of the initial registered agent of this corporation at that address is HENRY T. STONE.

ARTICLE V - Incorporators

The names and addresses of the persons signing these Articles are:

<u>Name</u>	<u>Address</u>
HENRY T. STONE	628 Cleveland Street Clearwater, FL 34615
THOMAS A. WHIPPLE	3400 Gulf Blvd., #307 Belleair Beach, FL 33786

Bruce H. Bokor, Esq.
Johnson, Blakely, Pope, Bokor,
Ruppel & Burns, P.A.
911 Chestnut Street
Clearwater, FL 34616
(813) 461-1818
Florida Bar No: 0150340

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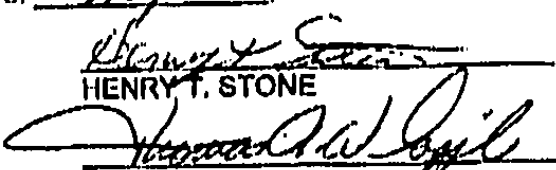
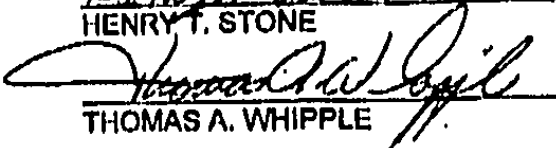
ARTICLE VI - Indemnification

The corporation shall indemnify any officer or director, or any former officer or director to the full extent permitted by law.

ARTICLE VII - Amendment

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation this 21st day of Aug, 1998.


HENRY T. STONE
THOMAS A. WHIPPLE

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**CERTIFICATE DESIGNATING REGISTERED AGENT
AND STREET ADDRESS FOR SERVICE OF PROCESS
WITHIN FLORIDA**

Pursuant to Fla. Stat. §48.091, PATRIOT MOTORCYCLES & ACCESSORIES, INC., desiring to organize under the laws of the State of Florida, hereby designates HENRY T. STONE, located at 628 Cleveland Street, Clearwater, FL 34616, as its registered agent to accept service of process within the State of Florida.

ACCEPTANCE OF DESIGNATION

The undersigned hereby accepts the above designation as registered agent to accept service of process for the above-named corporation, at the place designated above, and agrees to comply with the provisions of Fla. Stat. §48.091(2) relative to maintaining an office for the service of process.


HENRY T. STONE

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