

DUFRESNE & ASSOCIATES, P.A.

ATTORNEYS AT LAW

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231 ROYAL PALM WAY
PALM BEACH, FLORIDA 33480

RESPOND TO:
WELLINGTON OFFICE

12788 FOREST HILL BOULEVARD
WELLINGTON, FLORIDA 33414

D97000035148
April 9, 1997

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 APR 17 PM 3:31

Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

100002146281--6
-04/17/97--01061--010
****122.50 ****122.50

Re: Brintnall Bicycle Center, Inc.

Dear Sir/Madam:

Enclosed please find the original and two (2) duplicate copies of the Articles of Incorporation of the above-captioned proposed corporation. The duplicates have been subscribed and acknowledged by the incorporator in the same manner as the original.

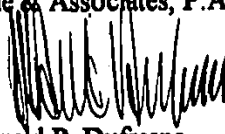
A check in the amount of \$122.50 is enclosed to cover the following costs:

Filing Fee	\$ 35.00
Certified Copy	52.50
Registered Agent Fee	<u>35.00</u>
TOTAL	\$122.50

Please endorse your approval of the Articles of Incorporation on the two (2) duplicate copies, certify and return them to me.

Very truly yours,

Dufresne & Associates, P.A.



Donald P. Dufresne

DPD/csh
marlene@brintnall/secst.ltr

D. BROWN APR 18 1997

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 APR 17 PM 3:37

ARTICLES OF INCORPORATION
OF
BRINTNALL BICYCLE CENTER, 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:

Brintnall Bicycle Center, Inc.

The address of the principal office of this corporation shall be:

1222 Block Island Road
Wellington, Florida 33414

and the mailing address shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business related to general business.

ARTICLE III. AUTHORIZED SHARES

The Corporation shall be authorized to create and issue shares of Common Stock having a par value of \$1.00 per share.

The whole or any part of the authorized shares of the Corporation may be issued for a consideration payable in cash or other property, tangible or intangible, or in labor or services actually performed for the Corporation, having a value as determined from time to time by the Board of Directors of the Corporation, not less than the par value of the stock so to be issued.

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.

ARTICLE IV. ADDRESS

The street address of the initial registered office of the corporation shall be 12788 Forest

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 two (2) Directors, initially. The name and street address of the initial members of the Board of Directors are:

William A. Brintnall	1222 Block Island Road Wellington, FL 33414
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Stephanie B. Brintnall	1222 Block Island Road Wellington, FL 33414
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ARTICLE VII. OFFICERS

The name and address 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:

William A. Brintnall	President
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Stephanie B. Brintnall	Secretary/Treasurer
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ARTICLE VIII. INCORPORATOR

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

Donald P. Dufresne, Esquire
Dufresne & Associates, P.A.
12788 Forest Hill Boulevard, Suite 2003
Wellington, Florida 33414

IN WITNESS WHEREOF, the undersigned incorporator has made and subscribed these Articles of Incorporation at Wellington, Florida, for the uses and purposes aforesaid, this ____ day of April, 1997.

By: _____
Donald P. Dufresne, Incorporator

has named Donald P. Dufresne, Esquire, located at 12788 Forest Hill Boulevard, Suite 2003, Wellington, Florida 33414, as its registered agent to accept service of process within this state.

Having been named as registered agent to accept service of process for the above-stated corporation, at the location designated herein, I hereby accept the appointment to act in this capacity, and agree to comply with the laws of Florida applicable thereto.

By: _____

Donald P. Dufresne, Esquire
Registered Agent

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STATE
SECRETARY OF CORPORATIONS
APR 17 PM 3:38