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2940 SOUTH TAMiami TRAIL
SARASOTA, FLORIDA 34239

November 25, 1997

FILED
97 DEC -1 PM 12:08
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

Corporate Records Bureau
Division of Corporations
Department of State
Post Office Box 6327
Tallahassee, FL 32314

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Re: CYCLONE CUSTOM MOTORCYCLES, INC.

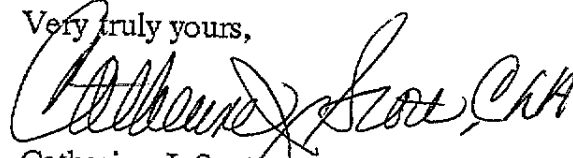
Gentlemen:

Enclosed for filing with your office are Articles of Incorporation for CYCLONE CUSTOM MOTORCYCLES, INC. Also enclosed is a check in the amount of \$122.50 representing the filing fee, the designation of agent fee and the cost of one certified copy.

After you have filed the Articles of Incorporation, please return the certified copy to the undersigned at your earliest convenience. If you have any questions or problems with respect to the enclosed filing, please contact the undersigned at your earliest convenience.

Thank you for your assistance with this filing.

Very truly yours,


Catherine J. Scott
Certified Legal Assistant

Enclosures

cc: Danford L. Sawyer, Jr.

nm
12-3-97

ARTICLES OF INCORPORATION
OF
CYCLONE CUSTOM MOTORCYCLES, INC.

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ARTICLE I - Name

The name of the corporation is:

CYCLONE CUSTOM MOTORCYCLES, INC.

ARTICLE II - Mailing Address

The mailing address of the corporation shall be:

4509 Seminole Street
Bradenton, Florida 34207

ARTICLE III - Capital Stock

The corporation is authorized to issue fifty thousand (50,000) shares of common stock, \$.10 par value.

ARTICLE IV - Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 2940 South Tamiami Trail, Sarasota, Florida 34239 and the name of the initial registered agent of this corporation at that address is WILLIAM T. KIRTLEY.

ARTICLE V -Incorporator

The name and address of the person signing these Articles is:
WILLIAM T. KIRTLEY, 2940 South Tamiami Trail, Sarasota, Florida 34239.

ARTICLE VI - Bylaws

The power to adopt, alter, amend or repeal Bylaws of this corporation shall be vested in either the Board of Directors or shareholders; provided, however, that the Board of Directors may not alter, amend or repeal any Bylaw adopted by the shareholders if the shareholders specifically provide that the Bylaw is not subject to alteration, amendment or repeal by the Board of Directors.

ARTICLE VII - Indemnification

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

WITNESS my hand and seal at Sarasota, Florida this 25th day of November, 1997.


WILLIAM T. KIRTLEY

The undersigned, having been designated in the foregoing Articles of Incorporation as Registered Agent, hereby agrees to accept said designation.


WILLIAM T. KIRTLEY

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