

P98000000957



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 658246 4307842

AUTHORIZATION :

Patricia Pizante

COST LIMIT : \$ 122.50

ORDER DATE : January 6, 1998

ORDER TIME : 9:11 AM

ORDER NO. : 658246-010

CUSTOMER NO: 4307842

800002390518--7

CUSTOMER: Michael E. Goodbread, Jr., Esq
MARTIN ADE BIRCHFIELD &
MICKLER, P.A.
One Independent Dr., Ste 3000
Post Office Box 59
Jacksonville, FL 32201

DOMESTIC FILING

NAME: BIG BIKE BOUTIQUE, 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: Christopher Smith

EXAMINER'S INITIALS:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JAN -6 AM 11:54

RECEIVED
98 JAN -6 AM 10:02
DIVISION OF CORPORATIONS
1/6/98

EFFECTIVE DATE

01/05/98

ARTICLES OF INCORPORATION
OF
BIG BIKE BOUTIQUE, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JAN -6 AM 11:54

ARTICLE I.

NAME

The name of this corporation is Big Bike Boutique, Inc.

ARTICLE II.

PRINCIPAL OFFICE

The initial principal office and mailing address of this corporation is 3531 Beauclerc Circle North, Jacksonville, Florida 32257.

ARTICLE III.

COMMENCEMENT OF EXISTENCE

The existence of the corporation commences on execution by the incorporator unless the filing of these Articles of Incorporation occurs more than five (5) business days thereafter, in which event such existence commences on the date of filing of these Articles of Incorporation.

ARTICLE IV.

CAPITAL STOCK

This corporation is authorized to issue One Thousand (1,000) shares of common stock, par value Ten Cents (\$.10) per share, which shares shall be and hereby are designated as "Common Shares." Without action by the shareholder(s), any or all of the authorized shares

may be issued by this corporation from time to time for such consideration as may be fixed by the Board of Directors of this corporation.

ARTICLE V.

INITIAL REGISTERED OFFICE AND AGENT

The initial registered office of this corporation in the state of Florida is Suite 3000, One Independent Drive, Jacksonville, Florida 32202 and the name of the initial registered agent of this corporation at that address is Myra Loughran. The Board of Directors may, from time to time, change the registered agent or move the registered office to any other address in Florida.

ARTICLE VI.

INCORPORATOR

The name and address of the Incorporator of this corporation is:

NAME

Myra Loughran

ADDRESS

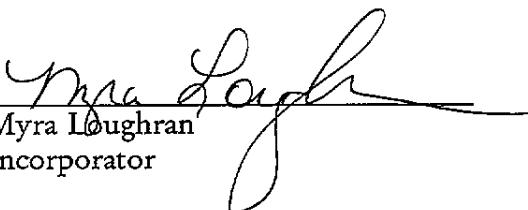
Suite 3000
One Independent Drive
Jacksonville, Florida 32202

ARTICLE VII.

AMENDMENTS

These Articles of Incorporation may be amended in the manner provided by law. Either the shareholder(s) or Board of Directors may repeal, amend, or adopt Bylaws for the corporation, pursuant to these Articles, except that the shareholder(s) may prescribe in any Bylaw made by them that such Bylaw shall not be altered, repealed, or amended by the Board of Directors.

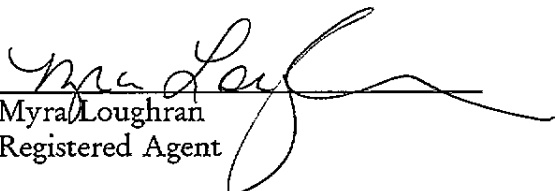
IN WITNESS WHEREOF, the undersigned Incorporator, being a natural person competent to contract, has hereunto set her hand and affixed her seal this 5th day of January, 1998.


Myra Loughran
Incorporator

**CERTIFICATE OF ACCEPTANCE OF DESIGNATION OF
REGISTERED AGENT OF
BIG BIKE BOUTIQUE, INC.**

Pursuant to Sections 48.091 and 607.0501, Florida Statutes, the undersigned, having been designated as the initial Registered Agent for the service of process within the state of Florida upon Big Bike Boutique, Inc., a corporation organized under the laws of the state of Florida, and having been made aware of the obligations and responsibilities of a Registered Agent, does hereby accept the appointment as such Registered Agent for the above-named corporation, and does hereby agree to comply with the provisions of Section 48.091(2) relative to keeping open the Registered Office of said corporation, which Registered Office is located at Suite 3000, One Independent Drive, Jacksonville, Florida 32202.

IN WITNESS WHEREOF, I, such designated Registered Agent, have hereunto set my hand and seal in Jacksonville, Duval County, Florida, on this 5th day of January, 1998.


Myra Loughran
Registered Agent

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JAN -6 AM 11:54