

P98000025019



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 743393 4307842

AUTHORIZATION :

COST LIMIT : \$ 122.50

Patricia Pigut

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAR 17 PM 3:49

ORDER DATE : March 17, 1998

ORDER TIME : 10:12 AM

ORDER NO. : 743393-010

CUSTOMER NO: 4307842

000002459270--1

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

DOMESTIC FILING

NAME: BIG BIKE OF JACKSONVILLE,
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: Stacy L Earnest

EXAMINER'S INITIALS:

** File Thrid*

RECEIVED
98 MAR 17 10:45
DIVISION OF CORPORATIONS

EFFECTIVE DATE

3/15/98

ARTICLES OF INCORPORATION
OF
BIG BIKE OF JACKSONVILLE, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAR 17 PM 3:49

ARTICLE I.

NAME

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

ARTICLE II.

PRINCIPAL OFFICE

The initial principal office and mailing address of this corporation is 9543 Sunbeam Center Drive, Jacksonville, Florida 32257.

ARTICLE III.

COMMENCEMENT OF EXISTENCE

The existence of the corporation shall commence 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 shall commence 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 One Cent (\$.01) 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

Bruce A. Scott

ADDRESS

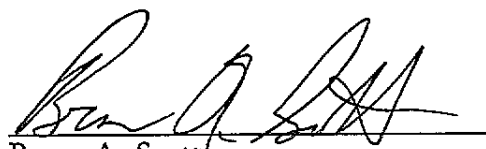
9543 Sunbeam Center Drive
Jacksonville, Florida 32257

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 his hand and affixed his seal this 15 day of March, 1998.




Bruce A. Scott
Incorporator

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

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAR 17 PM 3:49

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 of Jacksonville, 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 15th day of March, 1998.


Myra Loughran
Registered Agent