

P98000027119



MOTORCYCLE TOURS OF
WEST VIRGINIA

239 WEST OLIVE STREET
BRIDGEPORT, WEST VIRGINIA 26330

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

March 18, 1998

Dear Sir/Madam:

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-03/23/98--01094--010
****122.50 ****122.50

Please find enclosed Articles of Incorporation for M.T.M.L., Inc. And copy and check for \$122.50 for the filing fees and certified copy of the Certificate and Articles. Please file in the regular manner and return our certificate to me at P.O. Box 1347, Charles Town, West Virginia 25414. Should you have any questions, feel free to contact me at 304-724-1253.

Sincerely,

William E. Ford III
President

EFFECTIVE DATE

3-18-98

FILED
98 MAR 23 AM 11:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

QN 3-24-98

ARTICLES OF INCORPORATION

OF

M.T.M.L., Inc.

EFFECTIVE DATE

3-18-98

FILED
98 MAR 23 AM 11:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby executes, acknowledges and files with the Florida Department of State the following Articles of Incorporation (the "Articles") for the purpose of organizing a corporation pursuant to Chapter 607, Florida Statute (the "Act").

ARTICLE I - Name

The name of the corporation is M.T.M.L., INC.

ARTICLE II - Principal Office

The initial principal place of business or mailing address of the Corporation shall be 13205 U.S. Highway 1, Ste.509, Juno Beach, Florida 33408.

ARTICLE III - Term of Existence

The Corporation shall exist as of March 18, 1998. Corporate existence shall commence on the date these Articles are executed and acknowledged, except that if they are not filed by the Department of State, of the State of Florida within five days, exclusive of legal holidays, after they are executed and acknowledged, corporate existence shall commence upon filing by the Department of State.

Article IV - Nature of Business

The corporation is organized for the purpose of transacting s purchases, sales and leases of motorcycles and any and all other

lawful business.

Article V - Authorized Shares

(a) Number. The Corporation is authorized to issue Five Hundred (500) shares of common stock having a par value of \$1.00 each.

(b) Preemptive Rights. Shareholders shall have preemptive rights.

Article VI - Initial Registered Office and Agent

The street address of the initial registered office of this corporation shall be 13205 U.S. Highway 1, Ste. 509, Juno Beach, Florida 33408. and the name of the initial registered agent of this corporation at that address is William E. Ford III.

Article VII - Directors

(a) Number. This corporation shall have one (1) directors initially. The number of directors may be increased or decreased from time to time by the bylaws, but shall never be less than one.

(b) Initial Directors. The name and street address of the initial member of the first Board of Directors of the corporation, who shall serve until the first meeting of shareholders of the corporation, are:

<u>Name</u>	<u>Street Address</u>
William E. Ford III	13205 U.S. Highway 1, Ste. 509, Juno Beach, Florida 33408

(c) Compensation. Any director of the corporation may serve the corporation in any other capacity and receive compensation

therefor in any form.

(d) Indemnification. The Board of Directors is hereby specifically authorized to make provision for indemnification of directors, officers, employees, and agents to the full extent permitted by law.

Article VIII - Bylaws

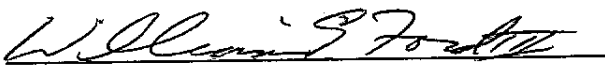
The initial bylaws of this corporation shall be adopted by the directors. Bylaws shall be adopted, altered, amended or repealed from time to time by either the shareholders or the board of directors, but the board of directors shall not alter, amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that such bylaw is not subject to amendment or repeal by the directors

Article IX - Incorporator

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

<u>Name</u>	<u>Address</u>
William E. Ford III	13205 U.S. Highway 1, Ste.509, Juno Beach, Florida 33408

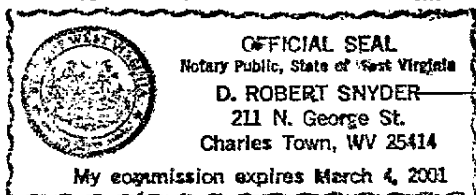
IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this the 18th day of March, 1998.

 (SEAL)
William E. Ford III
Incorporator

STATE OF WEST VIRGINIA)
) ss:-
COUNTY OF JEFFERSON)

BEFORE ME, the undersigned authority, personally appeared, William E. Ford III who is to me well known to be the person described in and who subscribed the above Articles of Incorporation, and he did acknowledge before me that he made and subscribed the same for the uses and purposes therein set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and seal at Charles Town, Jefferson County, West Virginia this 20 day of March, 1998.



D. Robert Snyder

NOTARY PUBLIC

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING
AGENT UPON WHOM PROCESS MAY BE SERVED**

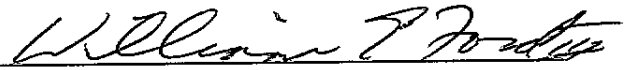
In compliance with Section 607.0505, Florida Statutes, the undersigned officer of the Florida corporation hereinafter expressed, duly authorized therefor, submits the following statement in designating its registered agent and the registered office in the State of Florida:

FIRST: The name of the corporation is
M.T.M.L., Inc.

SECOND: The Registered Office of the Corporation is
13205 U.S. Highway 1, Ste.509, Juno Beach,
Florida 33408.

THIRD: The name of the registered agent is
William E. Ford III.

Corporate officer signature:
Title of officer:


Incorporator

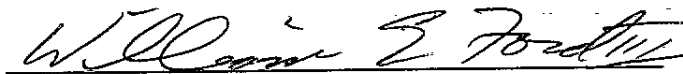
Date of execution: March 18, 1998.

EFFECTIVE DATE

3-18-98

ACCEPTANCE

Having been named the registered agent authorized to accept service of process for the above stated corporation, at the place designated in this Certificate, the undersigned, a resident of the State of Florida, hereby agrees to comply with the provisions of all statutes relative to the proper and complete performance of duties as such, and accepts the duties and obligations of Section 607.0505, Florida Statutes.


William E. Ford III

Date of execution: March 18, 1998