

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

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DIVISION OF CORPORATIONS

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M.D. Cycles, Inc.

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- Art of Inc. File cert
- LTD Partnership File _____
- Foreign Corp. File _____
- L.C. File _____
- Fictitious Name File _____
- Trade/Service Mark _____
- Merger File _____
- Art. of Amend. File _____
- RA Resignation _____
- Dissolution / Withdrawal _____
- Annual Report / Reinstatement _____
- Cert. Copy _____
- Photo Copy _____
- Certificate of Good Standing _____
- Certificate of Status _____
- Certificate of Fictitious Name _____
- Corp Record Search _____
- Officer Search _____
- Fictitious Search _____
- Fictitious Owner Search _____
- Vehicle Search _____
- Driving Record _____
- UCC 1 or 3 File _____
- UCC 11 Search _____
- UCC 11 Retrieval _____
- Courier _____

Signature _____

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ARTICLES OF INCORPORATION

OF

M. D. CYCLES, Inc.

In compliance with the requirements of Florida Statutes Chapter 607, the undersigned, being a natural person, hereby act as Incorporator in adopting and filing the following Articles of Incorporation for the purpose of organizing a business corporation.

ARTICLE I

The name of the corporation is M. D. CYCLES, Inc.

ARTICLE II

The existence of the corporation shall begin on filing with the Secretary of State, State of Florida.

ARTICLE III

The address of the principal office of the Corporation is 99150 Overseas Highway, Key Largo, Florida 33037.

ARTICLE IV

The maximum number of shares this corporation is authorized to issue is 1,000, all of which shall be Common Shares. All Common Shares shall be identical with each other in every respect and the holders thereof shall be entitled to one vote for each share upon all matters on which shareholders have a right to vote.

ARTICLE V

The initial street address of the Corporation's registered office is 171 Hood Street, Suite 16, Tavernier, Florida. The initial registered agent for the corporation at that address is Joseph J. Vetrick.

ARTICLE VI

The initial board of directors shall consist of one member. The names and address of the person who will serve on the initial board of directors are:

Name	Address
Joseph Vetrick	171 Hood Street, Suite 16 Tavernier, Florida 33070

ARTICLE VII

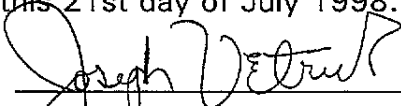
The name and street address of the person signing these articles of incorporation are:

Name	Address
Joseph Vetrick	171 Hood Street, Suite 16 Tavernier, Florida 33070

ARTICLE VII

The corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

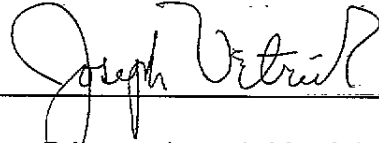
IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 21st day of July 1998.



Print: Joseph Vetrick

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for M. D. Cycles, Inc. at the place designated in the Articles of Incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to Florida Statutes 607.0501(3).



Print: Joseph Vetrick

Date: 2 July 1998

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