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CONTACT: ~~STSA ALANIS~~ *MARCI SHAFFER*  
PHONE: (954)761-2910

ACCT#: 076077000521

FAX #: (954)764-4996

NAME: USA-EURO BIKE, INC.

AUDIT NUMBER.....H98000016702

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES..... 2

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TALLAHASSEE, FLORIDA

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**ARTICLES OF INCORPORATION  
OF  
USA-EURO BIKE, INC.**

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned incorporator does hereby make, subscribe, file and acknowledge these Articles of Incorporation for the purpose of organizing a corporation under the Florida Business Corporation Act.

**ARTICLE I  
NAME OF CORPORATION**

The name of the corporation is USA-Euro Bike, Inc. (hereinafter the "Corporation").

**ARTICLE II  
PRINCIPAL OFFICE AND MAILING ADDRESS**

The principal office and the mailing address of the Corporation is 13330 SW 113 Place, Miami, Florida 33176.

**ARTICLE III  
AUTHORIZED SHARES**

The total number of shares which the Corporation is authorized to issue is 10,000 shares of Common Stock, par value \$.01 per share.

**ARTICLE IV  
ADDRESS OF REGISTERED OFFICE IN THIS STATE**

The street address of the initial registered office of the Corporation in the State of Florida is 13330 SW 113 Place, Miami, Florida 33176 and the initial registered agent of the Corporation at such address is Patrick Genova.

**ARTICLE V  
INCORPORATOR**

The name and address of the incorporator are:

<u>Name</u>	<u>Address</u>
Patrick Genova	13330 SW 113 Place, Miami, FL 33176

Prepared by: P. Tristan Bourgoignie, Esq., FL Bar #0919888  
Ruden McClosky, Et al., P. O. Box 1900  
Fort Lauderdale, Florida 33301  
(954) 764-6660

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**ARTICLE VI  
PURPOSE**

The nature of the business or purposes to be conducted or promoted is to engage in any lawful act or activity for which corporations may be organized under the Florida Business Corporation Act.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 8<sup>th</sup> day of September, 1998

  
Patrick Genova  
Incorporator

**ACCEPTANCE OF APPOINTMENT AS  
REGISTERED AGENT**

THE UNDERSIGNED, named as the registered agent in Article IV of these Articles of Incorporation, hereby accepts the appointment as such registered agent, and acknowledges that he is familiar with, and accepts the obligations imposed upon registered agents under, the Florida Business Corporation Act, including specifically Section 607.0505.

  
Patrick Genova  
Registered Agent

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