

P98000105519

KNOWLTON H. SHELNUT, JR., P.A.
ATTORNEY AT LAW

BELVEDERE PROFESSIONAL CENTER
1525 SOUTH FLORIDA AVENUE, SUITE 1
LAKE LAND, FLORIDA 33803

November 23, 1998

98 DEC 21 AM 11:06
POST OFFICE BOX 2436
LAKE LAND, FLORIDA 33806-2436
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
TELEPHONE (941) 683-7868
FAX (941) 683-8172

EFFECTIVE DATE
12-16-98

Corporate Records Bureau
Division of Corporations
Florida Department of State
Post Office Box 6327
Tallahassee, Florida 32301

900002695719--2
-11/24/98--01078--007
****131.25 *****87.50

Re: Articles of Incorporation -
Iron Horse of Florida, Inc.

Ladies and Gentlemen:

Enclosed for filing on behalf of the above named corporation are the original and one (1) copy of the Articles of Incorporation and the Certificate of Designation of Registered Agent and Registered Office and Registered Agent Acknowledgment.

Also enclosed is a check in the amount of \$131.25 in payment for the following:

1.	Filing Fee	\$ 35.00
2.	Certified Copy of Articles	52.50
3.	Registered Agent Fee	35.00
4.	Certificate	8.75
		<u>\$ 131.25</u>

Upon approval, please send to the undersigned a certified copy of the Articles of Incorporation and the Certificate.

Thank you for your assistance in this matter.

Very truly yours,

Knowlton H. Shelnut, Jr.

KHS/ma
Enclosure

c:\wpwin60\corporations\IronHorse\letters.wpd

P. Hall
DEC 21 1998

W98-26855



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

December 1, 1998

KNOWLTON H. SHELNUT, JR., P.A.
P O BOX 2436
LAKELAND, FL 33806-2436

SUBJECT: IRON HORSE OF FLORIDA, INC.
Ref. Number: W98000026855

We have received your document for IRON HORSE OF FLORIDA, INC. and check(s) totaling \$131.25. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

If you have any further questions concerning your document, please call (850) 487-6915.

Pamela Hall
Document Specialist

Letter Number: 698A00056968

KNOWLTON H. SHELNUT, JR., P.A.
ATTORNEY AT LAW

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FAX (941) 683-6172

December 16, 1998

Ms. Pamela Hall, Document Specialist
FLORIDA DIVISION OF CORPORATIONS
Post Office Box 6327
Tallahassee, Florida 32314

Re: Iron Horse of Florida, Inc.
Ref. No.: W98000026855
New Name: Iron Horse Motorcycles of Florida, Inc.

Dear Ms. Hall:

I have received your letter of December 1, 1998, a copy of which is attached hereto, in connection with the above-referenced matter. Accordingly, I am enclosing the original and one (1) copy of the Articles of Incorporation and the Certificate of Designation of Registered Agent and Registered Office and Registered Agent Acknowledgment for Iron Horse Motorcycles of Florida, Inc.

You have acknowledged receipt of my check in the amount of \$131.25.

If the enclosures meet with your approval, please send to me a certified copy of the Articles of Incorporation and the Certificate.

Thank you for your assistance in this matter.

Very truly yours,



Knowlton H. Shelnut, Jr.

KHS/lhs
Enclosures

FILED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

IRON HORSE MOTORCYCLES OF FLORIDA, INC.

EFFECTIVE DATE

12-16-98

The undersigned, for the purpose of forming a corporation under the Florida Business Corporation Act, does hereby adopt the following Articles of Incorporation:

ARTICLE I - NAME

The name of this corporation is **IRON HORSE MOTORCYCLES OF FLORIDA, INC.**

ARTICLE II - DURATION

This corporation shall have a perpetual existence, commencing on the date of execution and acknowledgment of these Articles of Incorporation on December 16, 1998.

ARTICLE III - PURPOSES

The general purposes for which this corporation is organized are to engage in and transact any and all lawful acts, activities and businesses for which a corporation may be incorporated under the Florida Business Corporation Act, and to do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue ten thousand (10,000) shares of \$.10 par value common stock, which shares shall be of a single class.

ARTICLE V - PREEMPTIVE RIGHTS

This corporation elects to have preemptive rights.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation in the State of Florida is 48 Shadow Lane, Lakeland, Polk, County, Florida, and the mailing address of this corporation's principal office is 48 Shadow Lane, Lakeland, Florida 33813. The name of the initial registered agent of this corporation at the above address is Richard F. Macey, Jr.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall initially have one (1) director. The number of directors may be either increased or diminished from time to time by the By-Laws of this corporation, but shall never be less than one (1). The name and address of the initial director of this corporation are:

Richard F. Macey, Jr.

48 Shadow Lane
Lakeland, Florida 33813

ARTICLE VIII - INCORPORATOR

The name and street address of the incorporator to these Articles are:

Richard F. Macey, Jr.

48 Shadow Lane
Lakeland, Florida 33813

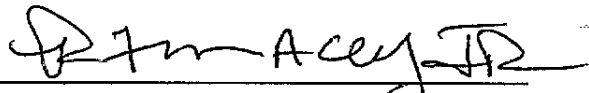
ARTICLE IX - POWERS

This corporation shall have the same powers as an individual to do all things necessary or convenient to carry out its business and affairs, including, without limitation, all of the corporate powers enumerated in the Florida Business Corporation Act.

ARTICLE X - AMENDMENT

This corporation reserves the right to amend, alter, change or delete any provision contained in these Articles of Incorporation, or any amendment hereto, in the manner now or hereafter prescribed by the Florida Business Corporation Act, and any right conferred upon shareholders herein is granted subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 16th day of December, 1998.

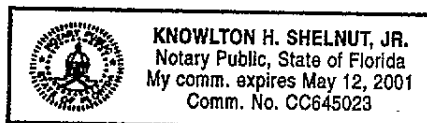


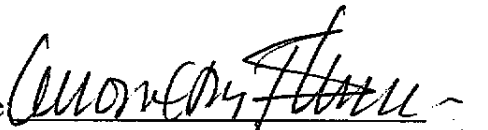
RICHARD F. MACEY, JR., Incorporator

STATE OF FLORIDA)
COUNTY OF POLK)

The foregoing instrument was acknowledged before me on this 16th day of December, 1998, by **RICHARD F. MACEY, JR.**, who either ☒ is personally known to me or [] produced a current Florida driver's license as identification.

(AFFIX NOTARIAL STAMP
OR SEAL BELOW)



Sign Name 
Print Name: KNOWLTON H. SHELNU, JR.
State of Florida at Large
My Commission Number: _____
My Commission Expires: _____

FILED

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**CERTIFICATE OF DESIGNATION
OF
REGISTERED AGENT AND REGISTERED OFFICE**

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.0501 of the Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, hereby submits the following statement in designating the registered office and registered agent of this corporation in the State of Florida:

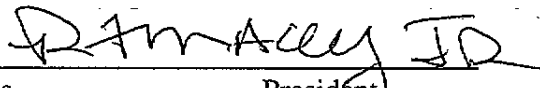
1. The name of this corporation is **IRON HORSE MOTORCYCLES OF FLORIDA, INC.**

2. The name and street address of the registered agent and registered office of this corporation are:

RICHARD F. MACEY, JR.
48 Shadow Lane
Lakeland, Florida 33813

DATED this 16th day of December, 1998.


**IRON HORSE MOTORCYCLES OF
FLORIDA, INC.,** a Florida corporation

By: 
Its _____ President

REGISTERED AGENT ACKNOWLEDGMENT

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this Certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

DATED this 16th day of December, 1998.


RICHARD F. MACEY, JR.,
REGISTERED AGENT