

Law Office  
**Jefferson F. Riddell, P.A.**

SunTrust Bank Building  
3400 South Tamiami Trail  
Sarasota, Florida 34239

Jefferson F. Riddell  
Thomas B. Luzier

Telephone: (941) 366-1300  
Fax: (941) 366-6973

990000012606

February 5, 1999

Secretary of State  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, FL 32301

300002771823--5  
-02/10/99--01002--010  
\*\*\*\*\*78.50 \*\*\*\*\*78.50

RE: SARASOTA CYCLE WORLD, INC.

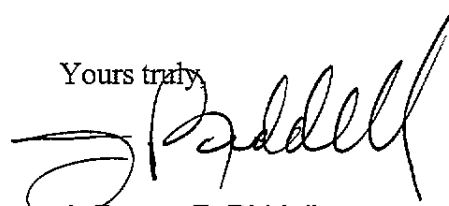
Dear Sir/Madame:

Enclosed please find a check in the amount of \$78.50 in addition to one signed original and copy of the Articles of Incorporation for the above corporation. Please file these Articles of Incorporation at your earliest opportunity and return a copy to me along with the usual confirmation of filing.

Please note in your records that the Annual Report is to be sent to JEFFERSON F. RIDDELL, P.A., 4300 S. TAMIAMO TRAIL, SARASOTA, FL 34239.

3400  
Thank you.

Yours truly,

  
Jefferson F. Riddell

DMC  
2/9/99

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

## ARTICLES OF INCORPORATION

Of

**Sarasota Cycle World, Inc.**

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

1. Name. The name of the corporation is:

Sarasota Cycle World, Inc.

2. Principal Office. The address of the principal place of business of the corporation is:

Sarasota Cycle World, Inc.  
c/o Jefferson F. Riddell, P.A.  
3400 S. Tamiami Trail  
Sarasota, FL 34239

and mailing address of the corporation is:

Sarasota Cycle World, Inc.  
c/o Jefferson F. Riddell, P.A.  
3400 S. Tamiami Trail  
Sarasota, FL 34239

3. Capital Stock. The aggregate number of shares that the corporation has authority to issue is 5,000 all of which shall be common shares with a par value of \$1.00 per share.

4. Initial Registered Agent and Address. The name and address of the initial Registered Agent for the corporation is:

Jefferson F. Riddell  
3400 South Tamiami Trail  
Sarasota, Florida 34239

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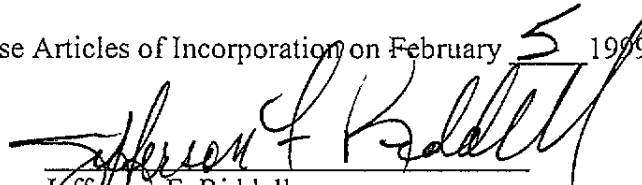
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

5. Incorporator. The name and address of the Incorporator is:

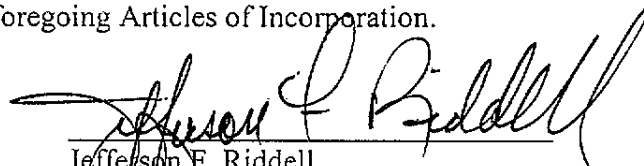
Jefferson F. Riddell  
3400 South Tamiami Trail  
Sarasota, Florida 34239

The undersigned has executed these Articles of Incorporation on February 5 1999.

  
Jefferson F. Riddell

Acceptance by Registered Agent

The undersigned hereby accepts the appointment as Registered Agent of the corporation which appointment is contained in the foregoing Articles of Incorporation.

  
Jefferson F. Riddell