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SPINNER DITTMAN FEDERSPIEL & DOWLING

ATTORNEYS AT LAW

A PARTNERSHIP INCLUDING PROFESSIONAL ASSOCIATIONS

501 EAST ATLANTIC AVENUE
DELRAY BEACH, FLORIDA 33483
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ROBERT A. DITTMAN, P.A.
DONALD C. DOWLING
ROBERT W. FEDERSPIEL, P.A.
JOHN W. SPINNER (1927-1998)

February 17, 1999

Corporate Records Bureau
Division of Corporations
Department of State
409 East Gaines Street
Tallahassee, FL 32399

Re: Keenan & Keenan, Inc.

Gentlemen:

Enclosed is an original and one copy of the Articles of Incorporation of Keenan & Keenan, Inc., together with my check in the amount of \$87.50 to cover the following:

Certif. of stat.

Filing Fee	\$70.00
Certified Copy	8.75
Resident Agent Fee	8.75
TOTAL	<u>\$87.50</u>

300002780303-7
-02/19/99-01026-008
*****87.50 *****87.50

Also enclosed is the executed Resident Agent Form. Please send me a certified copy of the Articles of Incorporation.

Thank you for your kind attention.

Sincerely,

ROBERT W. FEDERSPIEL, P.A.

Robert W. Federspiel
Robert W. Federspiel

FILED
99 FEB 19 PM 3:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RWF:kp
Encl. 3

Kelly
GAVE
AUTHORIZATION BY PHONE TO
CORRECT *articles, ledger, cert,*
DATE *2/22/99*
DOC. EXAM. *T.A.*

new name - Keenan & Keenan, Inc.

T.A. 2/22/99

ARTICLES OF INCORPORATION
of
KEENAN & KEENAN, INC.

FILED
B 19 PM 3: 12
CLERK OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, being a natural person to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I - Name

The name of this corporation is KEENAN & KEENAN, INC.

ARTICLE II - Duration

This corporation shall exist perpetually.

ARTICLE III - Purpose

To engage in the business of motorcycles and accessory sales, and all related businesses, and to engage in any activity or business permitted under the law of the United States and the State of Florida.

ARTICLE IV - Capital Stock

This corporation is authorized to issue 100 shares of ten dollar (\$10.00) par value common stock, which shall be designated "Common Shares."

ARTICLE V - Capital

The minimum amount of capital with which the corporation shall begin business is Five Hundred Dollars (\$500.00).

ARTICLE VI - Initial Registered Office and Agent

The street address of the principal office and initial registered office of this corporation is 11880 N.W. 7th Street, Plantation, Florida 33325, and the name of the initial registered agent of this corporation is ROBERT M. KEENAN, JR.

ARTICLE VII - Initial Board of Directors

This corporation shall have two (2) directors initially. The number of directors may be either increased or diminished from time to time by the Bylaws but shall never be less than one. The name(s) and address(es) of the initial director(s) signing these Articles is:

Robert M. Keenan, Jr.
11880 N.W. 7th Street
Plantation, FL 33325

Margaret B. Keenan
11880 N.W. 7th Street
Plantation, FL 33325

ARTICLE VIII - Incorporator

The name(s) and address(es) of the person(s) signing these Articles is:

Robert M. Keenan, Jr.
11880 N.W. 7th Street
Plantation, FL 33325

Margaret B. Keenan
11880 N.W. 7th Street
Plantation, FL 33325


ARTICLE IX - Amendment

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber(s) has executed these Articles of Incorporation this 17th day of February, 1999.



Robert M. Keenan, Jr.



Margaret B. Keenan

STATE OF FLORIDA

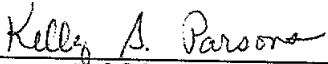
COUNTY OF PALM BEACH

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared ROBERT M. KEENAN, JR., and MARGARET B. KEENAN, who are personally known to me or _____ who produced _____ and _____ as identification and who executed the foregoing Articles of Incorporation, and they acknowledged before me that they executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal in the State and County aforesaid, this 17th day of February, 1999.



Kelly S. Parsons
MY COMMISSION # CC687701 EXPIRES
February 1, 2002
BONDED THRU TROY FAIN INSURANCE, INC.



Notary Public
State of Florida
My commission expires:
Commission No.:

(SEAL)

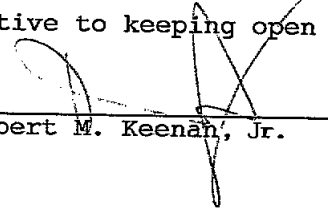
**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED**

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First - that KEENAN & KEENAN, INC., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, at the City of Plantation, County of Broward, State of Florida, has named ROBERT M. KEENAN, JR., located at 11880 N.W. 7th Street, City of Plantation, County of Broward, and State of Florida as its agent to accept service of process within this State.

ACKNOWLEDGMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.



Robert M. Keenan, Jr.

FILED
99 FEB 19 PM 3:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA