

ACCU-TAX & ACCOUNTING SERVICES, INC.

PH. 954-574-0081
P. O. BOX 5032
DEERFIELD BEACH, FL 33442

3015

63-4
630

DATE 6.20.99

PAY TO THE ORDER OF Dept of STATE

\$ 122-50

ONE Hundred & Twenty Two & 50/100

DOLLARS  Security features
POSSIBLE
COPYING ON CHECK

NATIONSBANK, N.A.

FOR Prentiss Holmes

[Signature]

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122.50 **78.75

FILED
99 APR 28 PM 3:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF

The undersigned, for the purpose of forming a corporation under the Laws of the State of Florida, hereby adopts the following Articles of Incorporation.

ARTICLE ONE

The Corporate name is:

FRENCHY'S HELMETS, INC.

The Corporation's principal office and mailing address is:

1101 HOLLAND DRIVE
UNIT 16
BOCA RATON
FLORIDA
33487

ARTICLE TWO

DURATION

The duration of the Corporation is perpetual.

ARTICLE THREE

PURCHASE

The Corporation may transact any and all lawful business for which corporation may be incorporated under the Florida General Corporations Act.

ARTICLE FOUR

CAPITAL STOCK

The aggregate number of shares which the Corporation has authority to issue is 7,500 all of which shall be common shares with a par value of ten cents.

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99 APR 28 PM 3:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE FIVE

REGISTERED OFFICE

The street address of the initial Registered Office of the Corporation is 1101 HOLLAND DRIVE, UNIT 16, BOCA RATON, FLORIDA, 33487 and the name of the Initial Registered Agent at such address is MORRIS GIRNUN.

ARTICLE SIX

DIRECTORS

The business of the Corporation shall be managed by a Board of Directors consisting of a minimum of one director and a maximum of six directors. **RICHARD W. REIF** IS APPOINTED THE FIRST DIRECTOR.

ARTICLE SEVEN

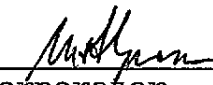
INCORPORATOR

The name and address of the Incorporator is:

MORRIS GIRNUN
1810 SABEL DRIVE
DEERFIELD BEACH
FLORIDA 33442
(954) 574-0081

FILED
99 APR 26 PM 3:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

IN WITNESS WHEREOF. I have Subscribed my name this 26TH day of APRIL, 1999.



Incorporator

STATE OF FLORIDA

County of BROWARD

On this 26TH day of APRIL, 1999, before me personally appeared MORRIS GIRNUN known to be the persons whose name is subscribed to the within instrument, and acknowledged that she has executed the same for the purposes therein contained.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.


NOTARY PUBLIC

My Commission Expires:

CERTIFICATE OF REGISTERED AGENT



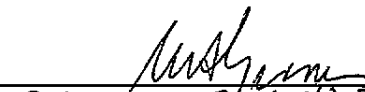
Sharon S. Wood
MY COMMISSION # CC549434 EXPIRES
April 22, 2000
BONDED THRU TROY FAIR INSURANCE, INC.

Pursuant to 48.091 Florida Statutes, the following is submitted in compliance with said Act; that FRENCHY'S HELMETS, INC., desiring to organize under the laws of the State of Florida, with its principal place of business at 1101 HOLLAND DRIVE, UNIT 16, BOCA RATON, FLORIDA, 33487 named MORRIS GIRNUN located at 1101 HOLLAND DRIVE, UNIT 16, BOCA RATON, FLORIDA, 33487 as its agent to accept service of process within Florida.

ACKNOWLEDGEMENT

Having been named to accept service of process for the above stated Corporation at the place designated in the Certificate, I hereby agree to act in this capacity and to comply with provisions of said statutes relative to the proper and complete performance of my duties.

DATED: This 26TH day of APRIL, 1999.


FDL 665541433900
Registered Agent