

FROM : Lusky & Assoc.

PHONE NO. : 305 446 1205

Jun. 22 1999 03:46PM P1

Division of Corporations

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Florida Department of State
Division of Corporations
Public Access System
Katherine Harris, Secretary of State

EFFECTIVE DATE
6-22-99

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Account Name : JEFFREY LUSKY & ASSOCIATES, PA
Account Number : 110331002052
Phone : (305) 446-1245
Fax Number : (305) 446-1205

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TALLAHASSEE FLORIDA

FLORIDA PROFIT CORPORATION OR P.A.

The Bicycle Store, Inc.

Certificate of Status	0
Certified Copy	0
Page Count	03
Estimated Charge	\$70.00

W-14562

B. McKnight JUN 23 1999

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ARTICLES OF INCORPORATION

EFFECTIVE DATE
10-22-99

Article I. Name

The name of this Florida Corporation is:

The Bicycle Store, Inc.

The Corporation is being formed for sales and distribution and all other activities permitted under applicable law.

Article II. Address

The mailing address of the Corporation is:

The Bicycle Store, Inc.
250 Catalonia Avenue
Suite 606
Coral Gables, Florida 33134

Article III. Registered Agent

The name and address of the registered agent of the Corporation is:

Max Berger
250 Catalonia Avenue
Suite 606
Coral Gables, Florida 33134

Article IV. Board of Directors

The name of each member of the Corporation's Board of Directors is:

Max Berger

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by applicable law.

Jeffrey Lusky, Esq.
Lusky & Associates, P.A.
301 Almeria Avenue
Suite 345
Coral Gables, Florida 33134
(305) 446-1245

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Article V. Capital Stock

The Corporation shall have the authority to issue 1000 shares of common stock, par value \$1.00 per share.

Article VI. Incorporator

The name and address of the incorporator is:

Max Berger
250 Catalonia Avenue
Suite 606
Coral Gables, Florida 33134

Article VII. Corporate Existence

The Articles of Incorporation shall become effective and the corporate existence will begin on June 22, 1999.



Max Berger
Jeffrey Lusky, Attorney-in-Fact

Jeffrey Lusky, Esq.
Lusky & Associates, P.A.
301 Almeria Avenue
Suite 345
Coral Gables, Florida 33134
(305) 446-1245

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FROM : Lusky & Assoc.

PHONE NO. : 305 446 1205

Jun. 22 1999 03:47PM P4

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**CERTIFIED OF DESIGNATION
REGISTERED AGENT/OFFICE**


CORPORATION:

The Bicycle Store, Inc.

REGISTERED AGENT/OFFICE:

**Max Berger
250 Catalonia Avenue
Suite 606
Coral Gables, Florida 33134**

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



**Max Berger
Jeffrey Lusky, Attorney-in-Fact**

June 22, 1999

**Jeffrey Lusky, Esq.
Lusky & Associates, P.A.
301 Almeria Avenue
Suite 345
Coral Gables, Florida 33134
(305) 446-1245**

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