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MASON & ASSOCIATES

Professional Association
Attorneys at Law

July 15, 1999

Florida Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

100002934881--8
-07/19/99-01095-013
*****78.75 *****78.75

Re Moto 49, Inc.

Dear Sir or Madam:

Enclosed please find the original and one photocopy of the Articles of Incorporation for the above-referenced Florida corporation. Please file the Articles upon receipt and return a Certificate of Status to our office.

We have enclosed our check in the amount of \$78.75 in payment of the filing fee and the cost of the Certificate of Status.

Should you have any questions or require additional information, we would appreciate a phone call to the undersigned, rather than returning the documents. Thank you for your assistance.

Sincerely,

Lia H. Costello

Lia H. Costello
Legal Assistant
727.507.3442

/lhc
Enclosures

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION

OF

MOTO 49, INC.

FILED

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE I - NAME AND PRINCIPAL ADDRESS

The name of the corporation is Moto 49, Inc., and the principal address is 12780 49th Street N., Clearwater, FL 33765.

ARTICLE II - REGISTERED OFFICE AND AGENT

The address of its registered office in the State of Florida is 12780 49th Street N., Clearwater, FL 33764. The name of its registered agent at such address is John J. Barrett, III.

ARTICLE III - PURPOSE

The purpose of the corporation is to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of the State of Florida.

ARTICLE IV - AUTHORIZED SHARES OF STOCK

The total number of shares of stock which the corporation is authorized to issue is Ten Thousand (10,000.00) and the par value of each of such shares is One Dollar (\$1.00) amounting in the aggregate to Ten Thousand Dollars (\$10,000.00).

ARTICLE V - BOARD OF DIRECTORS

The business and affairs of the corporation shall be managed by the board of directors, and the directors need not be elected

by ballot unless required by the bylaws of the corporation. The names and mailing addresses of each person who is to initially serve as a director until the first annual meeting of the stockholders or until a successor is elected and qualified, are as follows:

<u>NAME</u>	<u>MAILING ADDRESS</u>
John J. Barrett, III	2420 Saber Court Clearwater, FL 33759
Douglas L. Wetzel	2700 E. Grand Reserve Cir. #1037 Clearwater, FL 33759

In furtherance and not in limitation of the powers conferred by the laws of the State of Florida, the board of directors is expressly authorized to adopt, amend or repeal the bylaws of this corporation.

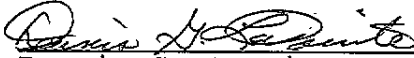
ARTICLE VI - AMENDMENTS

The corporation reserves the right to amend and repeal any provision contained in this Certificate of Incorporation in the manner prescribed by the laws of the State of Florida. All rights conferred are granted subject to this reservation.

ARTICLE VII - INCORPORATOR


The incorporator is Dennis G. LaPointe, whose mailing address is 17757 U.S. Highway 19 North, Clearwater, FL 33764.

THE UNDERSIGNED, being the incorporator, for the purpose of forming a corporation under the Laws of the State of Florida, does make, file and record this Certificate of Incorporation, does certify that the facts herein stated are true, and, accordingly, have hereto set his hand and seal this 16th day of July, 1999.

By: 
Dennis G. LaPointe
Incorporator

Acknowledgment of Registered Agent

I hereby accept designation as
Registered Agent.

By: 
John J. Barrett, III
Registered Agent

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