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CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Hillsborough Cycles, Inc.

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SECRETARY OF STATE
TALLAHASSEE FLORIDA
- ☒ Art of Inc. File
☐ LTD Partnership File
☐ Foreign Corp. File
☐ L.C. File
☐ Fictitious Name File
☐ Trade/Service Mark
☐ Merger File
☐ Art. of Amend. File
☐ RA Resignation
☐ Dissolution / Withdrawal
☐ Annual Report / Reinstatement
☒ Cert. Copy
☐ Photo Copy
☐ Certificate of Good Standing
☐ Certificate of Status
☐ Certificate of Fictitious Name
☐ Corp Record Search
☐ Officer Search
☐ Fictitious Search
☐ Fictitious Owner Search
☐ Vehicle Search
☐ Driving Record
☐ UCC 1 or 3 File
☐ UCC 11 Search
☐ UCC 11 Retrieval
☐ Courier
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Signature

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**ARTICLES OF INCORPORATION
OF
HILLSBOROUGH CYCLES, INC.**

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

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

ARTICLE I: NAME

The name of the corporation is Hillsborough Cycles, Inc.

ARTICLE II: PRINCIPAL OFFICE

The principal place of business of the corporation is 14705 Penguin Place, Tampa, Hillsborough County, Florida 33625; and the mailing address of the corporation is 14705 Penguin Place, Tampa, Florida 33625.

ARTICLE III: CORPORATE DURATION

The duration of the corporation is perpetual.

ARTICLE IV: PURPOSE OR PURPOSES

The general purposes for which the corporation is organized are:

1. To engage in the business of motorcycle sales and service.
2. To transact any other lawful business for which corporations may be incorporated under the Florida Business Corporation Act or engage in any other trade or business which can, in the opinion of the board of directors of the corporation, be advantageously carried on in connection with or auxiliary to the preceding business.
3. To do such other things as are incidental to the above or necessary or desirable in order to accomplish the above.

ARTICLE V: CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is ten thousand (10,000) shares having a par value of one dollar (\$1.00) per share.

ARTICLE VI: INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is Scott A. Bennett, 14705 Penguin Place, Tampa, Florida 33625.

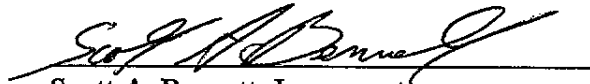
ARTICLE VII: INCORPORATOR

The name and address of the incorporator of these Articles of Incorporation is Scott A. Bennett, 14705 Penguin Place, Tampa, Florida 33625.

ARTICLE VIII: INITIAL BOARD OF DIRECTORS

The name(s) and address(es) of the members of the initial Board of Directors of the corporation are Scott A. Bennett, 14705 Penguin Place, Tampa, Florida 33625; and Joseph A. Amon, 18730 Forest Glen Court, Tampa, Florida 33647.

The undersigned has executed these Articles of Incorporation this 27th day of July, 1999.


Scott A. Bennett, Incorporator

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

Pursuant to the provision of Section 607.0501, Florida Statutes, the mentioned corporation,
organized under the laws of the State of Florida, submits the following statement in designating
the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: **Hillsborough Cycles, Inc.**
2. The name and street address of the registered agent and office is:

Scott A. Bennett
14705 Penguin Place
Tampa, Florida 33625

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF
PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN
THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED
AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY
WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND
COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND
ACCEPT THE OBLIGATION OF MY POSITION AS REGISTERED AGENT.



Scott A. Bennett, Registered Agent