

**CAPITAL CONNECTION, INC.**

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301  
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

**LD2000002553**

DJ MotorCross Track LLC

000004854050--4  
-02/01/02--01054--017  
\*\*\*\*125.00 \*\*\*\*125.00

- \_\_\_ 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

RECEIVED  
 02 FEB - 1 PM 2: 53  
 DIVISION OF CORPORATION  
 TALLAHASSEE, FLORIDA  
 SECRETARY OF STATE  
 02 FEB - 1 PM 3: 53  
 APPROVED AND FILED

Signature

Requested by: *SW*

Date: *2/1*

Time

Name

*SW*  
*2-1-02*

**ARTICLES OF ORGANIZATION**  
**DDJ MOTORCROSS TRACK, LLC**

The undersigned subscribers, hereby form a limited liability company under the laws of the State of Florida, Florida Statutes, Chapter 608 as follows:

**ARTICLE I**  
**NAME**

The name of this limited liability company shall be DDJ MOTORCROSS TRACK, LLC.

**ARTICLE II**  
**DURATION**

This limited liability company shall exist no longer than thirty (30) years from the date of filing with the Department of State.

**ARTICLE III**  
**PURPOSE AND POWERS**

This limited liability company is organized for the purpose of conducting any and all lawful business not in conflict with the Statutes of the State of Florida. This limited liability company shall have all powers enumerated in Chapter 608 mentioned above.

**ARTICLE IV**  
**PRINCIPAL OFFICE AND MAILING ADDRESS**

The principal place of business of the limited liability company is at 124 Forest Oaks Road, DeFuniak Springs, Florida 32433. The mailing address of the limited liability company is 140 Wildwood Drive, Freeport, Florida 32439.

**ARTICLE V**  
**INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this limited liability company is 4 Eleventh Avenue, Suite 1, Shalimar, Florida 32579 and the name of the initial registered agent at that address is LISA Y. PITELL.

DEPARTMENT OF STATE  
OFFICE OF THE SECRETARY  
1000 PENNSYLVANIA AVENUE, N.W.  
WASHINGTON, D.C. 20540  
02FF9-1 P13:53  
APPROVED AND FILED

**ARTICLE VI**  
**CAPITAL**

The capital of the limited liability company that will be contributed shall be the sum of One Thousand Dollars (\$1,000.00).

**ARTICLE VII**  
**MANAGEMENT**

The names and addresses of the initial managers of the limited liability company are as follows:

Colin D. Emmons  
140 Wildwood Drive  
Freeport, Florida 32439

Jeffrey R. Lutker  
1578 East Main Street  
Freeport, Florida 32439

Daryl A. Oakes  
11 Holly Point Road  
Freeport, Florida 32439

Management shall be by all persons or authorized representatives thereof above named, with majority vote controlling.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
APPROVED  
AND  
FILED

**ARTICLE VIII**  
**INITIAL MEMBERS**

The names and addresses of the initial members of this limited liability company are as follows:

Colin D. Emmons  
140 Wildwood Drive  
Freeport, Florida 32439

Jeffrey R. Lutker  
1578 East Main Street  
Freeport, Florida 32439

Daryl A. Oakes  
11 Holly Point Road  
Freeport, Florida 32439

**ARTICLE IX**  
**ADDITIONAL MEMBERS**

The members of the limited liability company shall have the right to admit additional members upon unanimous written consent of all the members of the company existing at that time.

**ARTICLE X  
DISSOLUTION**

Upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of any member of this limited liability company or the occurrence of any other event which terminates the continued membership of a member of the limited liability company, the limited liability company shall be terminated unless the business is continued by the consent of all remaining members.

**ARTICLE XI  
TRANSFER OF INTEREST**

A member may transfer that member's right to receive shares of profits and returns of capital contributions, but may not assign any of the rights to participate in the management or to be a member of the limited liability company unless prior written consent is obtained by the transferor from all remaining members

**IN WITNESS WHEREOF**, the undersigned, being one of the members hereinbefore named, has hereunto set her hand and seal on this the 31st day of January, 2002, for the purpose of forming a limited liability company to do business both within and without the State of Florida and does make and file in the Office of the Secretary of State of Florida these Articles of Organization and certify that the facts herein stated above are true.

**MEMBER:**



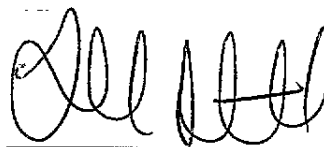
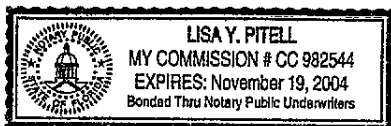
**COLIN D. EMMONS, Manager**

APPROVED AND FILED  
JAN 31 2002  
OFFICE OF THE SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

STATE OF FLORIDA  
COUNTY OF OKALOOSA

The foregoing instrument was executed and acknowledged before me this 31st day of January, 2002, by **COLIN D. EMMONS**, who personally appeared and who is personally known to me or who produced driver's license as identification and who did take an oath.

**WITNESS** my hand and official seal in the State and County last aforesaid this 31st day of January, 2002.



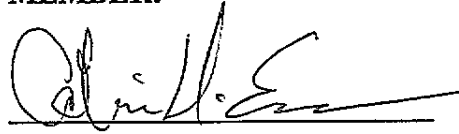
**Lisa Y. Pitell  
Notary Public**

My commission expires: 11/19/2004

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

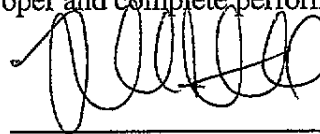
Pursuant to Section 608.415, Florida Statutes, the following is submitted: DDJ MOTORCROSS TRACK, LLC, desiring to organize under the laws of the State of Florida with its principal place of business at 124 Forest Oakes Road, DeFuniak Springs, Florida 32433, has named **Lisa Y. Pitell** as its agent to accept service of process within the State of Florida and whose address is Law 4 Eleventh Avenue, Suite 1, Shalimar, Florida 32579.

**MEMBER:**



**COLIN D. EMMONS, Manager**

Having been named to accept service of process for the above named corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all Florida Statutes relative to the proper and complete performance of my duties.



**LISA Y. PITELL, Registered Agent**

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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RECORDED  
AND  
FILED