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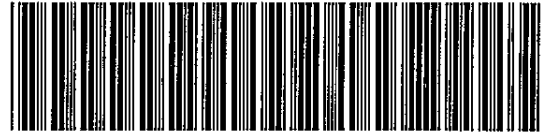
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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SMITH MACKINNON, PA

PROFESSIONAL ASSOCIATION
ATTORNEYS AT LAW

SUITE 800
CITRUS CENTER
255 SOUTH ORANGE AVENUE
ORLANDO, FLORIDA 32801

POST OFFICE BOX 2254
ORLANDO, FLORIDA 32802-2254

TELEPHONE (407) 843-7300
FACSIMILE (407) 843-2448
E-MAIL: JPG7300@AOL.COM

JOHN P. GREELEY

October 28, 2002

Florida Secretary of State
Division of Corporations
Bureau of Corporate Records
409 East Gaines Street
Tallahassee, FL 32399

Re: Vespa of Miami, LLC

Dear Sir/Madam:

Please find enclosed the following documents relating to the above-referenced limited liability company:

1. Original Articles of Organization submitted for filing;
2. A check in the amount of \$155.00; and
3. One photocopy of the executed Articles of Organization.

Kindly file the enclosed documents as soon as possible and return to us one certified copy of the Articles of Organization. If you have any questions regarding the enclosed, please call me immediately.

We appreciate your assistance.

Very truly yours,


John P. Greeley

JPG:erw
Enclosures

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION

OF

YESPA OF MIAMI, LLC

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, desiring to organize this Limited Liability Company pursuant to Chapter 608 of the Florida Statutes, hereby forms a limited liability company under the laws of the State of Florida and adopts the following Articles of Organization for such Limited Liability Company:

ARTICLE I - NAME

The name of the limited liability company shall be Vespa of Miami, LLC (the "Company").

ARTICLE II - ADDRESS OF PRINCIPAL OFFICE

The mailing address and street address of the principal office of the Company is: 255 South Orange Avenue, Suite 800, Orlando, Florida 32801.

ARTICLE III - DURATION

The term of existence of the Company shall commence with the filing of the Articles of Organization with the Secretary of State of the State of Florida, and shall continue perpetually, unless sooner dissolved pursuant to the Articles of Organization, Operating Agreement, or regulations of the Company, or by operation of law.

ARTICLE IV - PURPOSE AND GENERAL POWERS

The general purposes of this Company shall be the transaction of any or all lawful business for which corporations may be incorporated under law. The Company shall have all of the powers enumerated under law and all such other powers as are not specifically prohibited to corporations for profit under the laws of the State of Florida.

ARTICLE V - MANAGER

The management of the Company shall be reserved to the manager or managers of the Company.

The number of managers of the Company shall be the number from time to time fixed by the members, or the managers, in accordance with the terms and conditions of the Operating Agreement of the Company.

ARTICLE VI
ADOPTION AND AMENDMENT OF
OPERATING AGREEMENT AND REGULATIONS.

The Company shall have an Operating Agreement or regulations, the amendment of which shall be in accordance with the terms thereof.

ARTICLE VII - ADDRESS AND REGISTERED AGENT

The mailing address and street address of the initial registered office of the Company in the State of Florida shall be 255 South Orange Avenue, Suite 800, Orlando, Florida 32801. The name of the registered agent of the Company at that address is John P. Greeley.

IN WITNESS WHEREOF, the undersigned member has made and subscribed the articles of Organization this 24th day of October, 2002.

MotoPrimo Motorsports, LLC

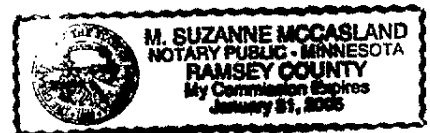
By: Garry Kieves
Garry Kieves
As Its: President and Chief Executive Officer

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Sworn to and subscribed before me this 24th day of October, 2002, by Garry Kieves, as the President and Chief Executive Officer of MotoPrimo Motorsports, LLC, a Minnesota limited liability company. Said person (check one) is personally known to me, produced a driver's license (issued by a state of the United States within the last five (5) years) as identification, or produced other identification, to wit: _____

M. Suzanne McCasland
Printed Name: M. Suzanne McCasland
Notary Public, State of MINN
My Commission Expires: 1-31-05



**CERTIFICATE DESIGNATING PLACE OF BUSINESS FOR THE
SERVICE OF PROCESS WITHIN FLORIDA AND REGISTERED
AGENT UPON WHOM PROCESS MAY BE SERVED**

In compliance with Sections 48.091 and 608.401, et seq., Florida Statutes, the following is submitted:

Vespa of Miami, LLC (the "Company") desiring to organize as a limited liability company under the laws of the State of Florida has named and designated John P. Greeley, as its Registered Agent to accept service of process within the State of Florida with its registered office located at 255 South Orange Avenue, Suite 800, Orlando, Florida 32801.

ACKNOWLEDGMENT

Having been named as Registered Agent for the Company at the place designated in this Certificate, I hereby agree to act in this capacity; and I am familiar with and accept the obligations relating to service as a registered agent, as the same may apply to the Company; and I further agree to comply with the provisions of Florida Statutes, Section 48.091 and all other statutes, all as the same may apply to the Company relating to the proper and complete performance of my duties as Registered Agent.

Dated this 25th day of October, 2002.



John P. Greeley

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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