

No1000008952

December 14, 2001

Office of the Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

100004738911--8
-12/26/01--01049--021
*****78.75 *****78.75

Re: JACKSONVILLE RACEWAYS HALL OF FAME, INC.

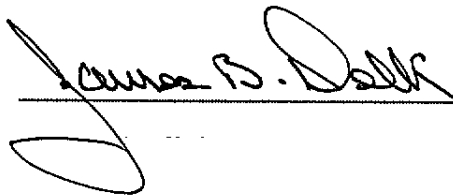
Dear Sir:

Enclosed please find the original and one copy of the Articles of Incorporation, which includes the designation of registered agent, together with my check in the amount of \$78.75 for filing same.

Thank you for your usual prompt attention to these matters.

Please return letter of acknowledgment to:

James B. Delk
2317 Blanding Boulevard #101
Jacksonville, Florida 32210



Enclosures: Three

FILED
2001 DEC 26 PM 4:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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2001 DEC 26 PM 4: 19

ARTICLES OF INCORPORATION

OF

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

JACKSONVILLE RACEWAYS HALL OF FAME, INC.

The undersigned, acting as the incorporators of a not for profit corporation pursuant to chapter 617, Florida Statutes, adopt the following Articles of Incorporation:

ARTICLE I NAME

The name of the corporation shall be:

JACKSONVILLE RACEWAYS HALL OF FAME, INC.

ARTICLE II PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS

The principal place of business and the mailing address of this corporation shall be:

JAX RACEWAY
186 Pecan Park Road
Jacksonville, Florida 32218

ARTICLE III PURPOSE

The specific purpose for which the Jacksonville Raceways Hall of Fame, Inc. corporation is organized is:

(1) To honor and recognize those individuals or groups who have distinguished themselves in competition or service in the motor sports.

(2) To provide support, assistance or service to individuals, groups or organizations as may be deemed appropriate by the Board Of Directors.

ARTICLE IV MANNER OF ELECTION OF DIRECTORS

The manner in which the directors are elected or appointed is as follows:

The Board of Directors shall be appointed by William J. Carter and Thomas F. Moon, the Incorporators.

ARTICLE V LIMITATION OF CORPORATE POWERS

The corporate powers of this corporation are as provided in section 617.0302, Florida Statutes. The authority to exercise the power provided in F.S. 617.0302, (5) shall solely belong to the Board Of Directors.

ARTICLE VI INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

James B. Delk
2317 Blanding Boulevard Suite #101
Jacksonville, Florida 32210

ARTICLE VII BOARD OF DIRECTORS

Chairman of the Board
Thomas F. Moon
103 Jackson Avenue South
Jacksonville, Fl. 32220

Vice Chairman of the Board
William J. Carter
8752 Susie Street
Jacksonville, Fl. 32210

Robert William Smeltzer
1710 Big Branch Road
Middleburg, Fl. 32068

Robert E. Eubanks
P.O. Box 6
Bryceville, Fl. 32009

Roger Godbee
2338 Barlad Drive
Jacksonville, Fl. 32210

James B. Delk
2317 Blanding Blvd. #101
Jacksonville, Fl. 32210

ARTICLE VIII INCORPORATORS

The name and street address of the incorporators for these Articles of Incorporation are:

William J. Carter
8752 Susie Street
Jacksonville, Fl. 32210

Thomas F. Moon
103 Jackson Avenue S.
Jacksonville, Fl. 32220

The undersigned incorporators have executed these Articles of Incorporation this 18th day of Dec., 2001.

William J. Carter
William J. Carter
(Incorporator)

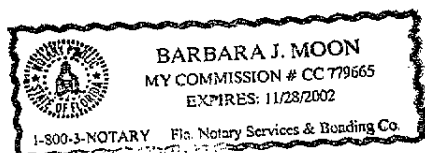
Thomas F. Moon
Thomas F. Moon
(Incorporator)

STATE OF FLORIDA)

COUNTY OF DUVAL)

Before me, the undersigned authority, personally appeared Incorporator, WILLIAM J. CARTER, who produced personally known as identification, who, being duly sworn, deposes and says that the foregoing Articles of Incorporation are correct.

Sworn to and subscribed before me this 18 day of December, 2001.



Barbara J. Moon
Notary Public
My Commission Expires: 11-28-02

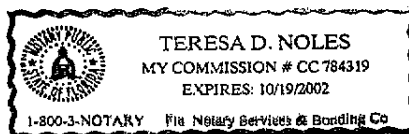
STATE OF FLORIDA)

COUNTY OF DUVAL)

Before me, the undersigned authority, personally appeared Incorporator, THOMAS F. MOON, who produced FL DL as identification, who, being duly sworn, deposes and says that the foregoing Articles of Incorporation are correct.

Sworn to and subscribed before me this 18th day of Dec, 2001.

Teresa D. Noles
Notary Public Teresa D. Noles
My Commission Expires: 10/19/02



I ACCEPT DESIGNATION AS REGISTERED AGENT.

James B. Dalk