7980000149275 Kenneth Gillespie, C.P.A., P. A.

Certified Public Accountant

13205 U.S. HIGHWAY ONE SUITE 500 JUNO BEACH, FL. 33408

> Telephone (407) 627-1236 Fax (407) 627-2652

May 29, 1998

Secretary of State Corporation Records Bureau P. O. Box 6327 Tallahassee, FL 32314 300002541913--3 -06/01/98--01037--001 ****122.50 ****122.50

To Whom It May Concern:

Please see the enclosed original and copy of the Articles of Incorporation for:

CHAMPION PERFORMANCE RACING, INC.

Also enclosed is our check in the amount of \$122.50 to cover the charges of the Incorporation of said company.

If there are any questions regarding this application, please call us at the number above.

Sincerely,

Kenneth Gillespie

Kenneth Gillespie, C.P.A., P.A.

enclosures: Articles of Incorporation in duplicate for Champion Performance Racing, Inc.

Check in the amount of \$122.50

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ARTICLES OF INCORPORATION

WE, THE UNDERSIGNED, hereby associate ourselves together for the purpose of becoming a corporation under the laws of the State of Florida providing for the formation, liability, rights, privileges and immunities of corporations for profit.

ARTICLE I, NAME

The name of the corporation shall be: Champion Performance Racing, Inc.

ARTICLE II, NATURE OF BUSINESS

This corporation may engage in any activity or business permitted under the laws of The United States and of the State of Florida.

ARTICLE III, CAPITAL STOCK

The maximum number of shares of stock that this corporation is allowed to have outstanding at any one time is 1,000 shares of Common Stock, of one-cent (\$0.01) par value.

ARTICLE IV, INITIAL CAPITAL

The amount of capital with which this corporation will begin business will not be less than One Hundred Dollars (\$100.00)

ARTICLE V, TERM OF EXISTENCE

This Corporation is to have perpetual existence.

ARTICLE VI, ADDRESS

The initial street address in the State of the principal office of the Corporation shall be:

18275 Flagship Circle Jupiter, Florida 33458

The Board of Directors may from time to time move the principal office to any other address in the State of Florida.

ARTICLE VII, INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) Directors initially. The number of Directors may be either increased or decreased by the by-laws adopted by the shareholders but shall never be less than one. The name and address of the Initial Directors of this Corporation are:

Gary Champion and Lisa Champion 18275 Flagship Circle Jupiter, FL 33458

ARTICLE VIII, INCORPORATORS

The name(s) and address(es) of the incorporator:

Lisa Champion 18275 Flagship Circle Jupiter, FL 33458

ARTICLE IX, BY-LAWS

The power to adopt, alter, amend, or repeal by-laws shall be vested in the Board of Directors and shareholders.

ARTICLE X, AMENDMENTS

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment to them, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE XI, SUB-CHAPTER S CORPORATION

This Corporation may become a Sub-Chapter S Corporation as defined by the Internal Revenue Code.

ARTICLE XII, REGISTERED AGENT AND REGISTERED OFFICE

The registered agent, Kenneth Gillespie, located at 13205 U.S. Highway 1, Suite 502, Juno Beach, FL 33408, accepts this position as signed below:

Kenneth Gillespie

The Registered Office will be located at:

13205 U. S. Highway 1, Suite 502 Juno Beach, FL 33408

IN WITNESS WHEREOF, the undersigned, as subscribing incorporator, have hereunto set my hand and seal this 39 day of
Lisa Champion, Incorporator
State of Florida)) ss.: County of Palm Beach)
The foregoing instrument was acknowledged before me this
29 day of <u>May</u> , 1998 by
29 day of <u>Mary</u> , 1998 by <u>Lisa CHAMPION</u>
who is personally known to me.
Lenneth Gillespie
KENNETH GILLESPIE MY COMMISSION # CC 389411 EXPIRES: July 23, 1996 Bonded Thru Notary Public Underwritters Notary Public, State of Florida Kenneth Gillespie