

TRANSMITTAL LETTER

P99000020429

Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

FILED  
99 MAR -1 PM 12:36  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

SUBJECT: MOTORSPORTS AMERICAS, INC.  
(Proposed corporate name - must include suffix)

Enclosed is an original and one (1) copy of the articles of incorporation and a check for :

\$70.00  
Filing Fee

\$78.75  
Filing Fee  
& Certificate

\$122.50  
Filing Fee  
& Certified Copy

\$131.25  
Filing Fee,  
Certified Copy  
& Certificate

000002791140--3  
-03/01/99-01147-002  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

FROM: Peter J. Yanowitch  
Name (printed or typed)  
800 Brickell Avenue, Suite 550  
Address  
Miami, Florida 33131  
City, State & Zip  
(305)374-6300  
Daytime Telephone number

F. CHESSEB MAR 4 1999

NOTE: Please provide the original and one copy of the articles.

**ARTICLES OF INCORPORATION  
OF  
MOTORSPORTS AMERICAS, INC.**

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

**ARTICLE I - NAME**

The name of the corporation shall be: **MOTORSPORTS AMERICAS, INC.**

**ARTICLE II - PRINCIPAL OFFICE**

The principal place of business and mailing address of this corporation shall be:  
**800 Brickell Avenue, Suite 550, Miami, Florida 33131**

**ARTICLE III - SHARES**

The number of shares of stock that this corporation is authorized to have outstanding at anyone time is (100) one hundred shares common capital stock, par value \$1.00 per share.

**ARTICLE IV - INITIAL REGISTERED AGENT**

The name and address of the initial registered agent is: **Peter J. Yanowitch,  
800 Brickell Avenue, Suite 550, Miami, Florida 33131**

**ARTICLE V**  
**INCORPORATORS and DIRECTORS**

The names and street addresses of the incorporators to these Articles of Incorporation and directors of this corporation is:

Ralph A. Sanchez  
President  
9540 Journey's End Road  
Coral Gables, Florida 33156

The undersigned incorporator have executed these Articles of Incorporation this 23<sup>rd</sup> day of February, 1999.

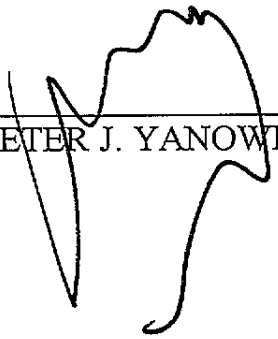
  
\_\_\_\_\_  
By: RALPH A. SANCHEZ

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED 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: MOTORSPORTS AMERICAS, INC.
2. The name and address of the registered agent and office is:

PETER J. YANOWITCH  
800 Brickell Avenue, Suite 550  
Miami, FL 33131

*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 OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.*

By:  PETER J. YANOWITCH

  
Date

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