



THE UNITED STATES
CORPORATION
COMPANY

F97000000857

ACCOUNT NO. : 072100000032

REFERENCE : 287580 4338256

AUTHORIZATION :

Patricia Pizzuti

COST LIMIT : \$ 35

ORDER DATE : March 10, 1997

ORDER TIME : 9:47 AM

ORDER NO. : 287580-005

CUSTOMER NO: 4338256

CUSTOMER: Laura-jayne Urso, Legal Asst
Kirkland & Ellis
Citicorp Center, 39th Floor
153 East 53rd
New York, NY 100224675

FOREIGN FILINGS

NAME: MOTORSPORTS ACQUISITION CORP.

XX PROFIT
 NON-PROFIT

XX CORPORATE
 LIMITED PARTNERSHIP

XXXX AMENDMENT

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Christopher Smith

N HENDRICKS MAR 14 1997

97 MAR 14 PM 2:12
FBI - MIAMI
FLORIDA

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F

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APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMEND-
MENT TO APPLICATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA

(s. 607.1504, F.S.)

SECTION I (1-3 must be completed)

1. Motorsports Acquisition Corp.

Name of corporation as it appears on the records of the Department of State.

2. Incorporated under laws of: Delaware

3. Date authorized to do business in Florida: February 18, 1997

SECTION II (4-7 complete only the applicable changes)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation?

March 7th 1997

5. Name of corporation after the amendment, adding suffix "corporation," "company," "incorporated," or appropriate abbreviation, if not contained in new name of the corporation:

Professional SportsCar Racing, Inc.

6. If the amendment changes the period of duration, indicate new period of duration.

No Change

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

No Change

Paul Herendeen
Signature

March 7th 1997
Date

Paul Herendeen

Typed or printed name

Secretary

Title

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT THE SAID "MOTORSPORTS ACQUISITION CORP.", FILED A CERTIFICATE OF AMENDMENT, CHANGING ITS NAME TO "PROFESSIONAL SPORTSCAR RACING, INC.", THE SEVENTH DAY OF MARCH, A.D. 1997, AT 9 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID CORPORATION IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE NOT HAVING BEEN CANCELLED OR DISSOLVED SO FAR AS THE RECORDS OF THIS OFFICE SHOW AND IS DULY AUTHORIZED TO TRANSACT BUSINESS.



A handwritten signature in cursive script, reading "Edward J. Freel".

Edward J. Freel, Secretary of State

2664874 8320

971082125

AUTHENTICATION:

8371584

DATE:

03-13-97

State of Delaware
Office of the Secretary of State


PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "PROFESSIONAL SPORTSCAR RACING, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWELFTH DAY OF MARCH, A.D. 1997.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.




Edward J. Freel, Secretary of State

2664874 8300

971080415

AUTHENTICATION: 8369299

DATE: 03-12-97

F97000001029
LONDON CONTEMPORARY ART, INC.

PUBLISHERS OF ORIGINAL PRINTS

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March, 24 1977

Micheal Mays
Florida Dept of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Mr. Mays:

Thank you for your letter of February, 27 1997.

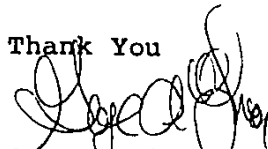
This is a note to inform your dept. of an address change
for our corporate office.

The new address is: LONDON CONTEMPORARY ART
6950 PHILLIPS HWY. SUITE 51
JACKSONVILLE, FL 32216

Our document number is F97000001029.

Could you please up-date our files.

Thank You


George Livemore

LT
11-26