



THE UNITED STATES
CORPORATION
COMPANY

L000000012868

ACCOUNT NO. : 072100000032

REFERENCE : 870565 7208815

AUTHORIZATION :

Patricia Pizeto

COST LIMIT : \$ 155.0

ORDER DATE : October 20, 2000

ORDER TIME : 10:47 AM

ORDER NO. : 870565-005

CUSTOMER NO: 7208815

CUSTOMER: Mark T. Tate, Esq
Mark T. Tate, P.a.

500003433505--4

Suite 1400
501 E. Kennedy Blvd.
Tampa, FL 33602

RECEIVED

00 OCT 20 AM 11:29

DIVISION OF CORPORATION

DOMESTIC FILING

NAME: TOP FUEL RACING LLC

EFFECTIVE DATE

OCT. 19, 2000

EFFECTIVE DATE:

XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

CONTACT PERSON: Susie Knight - EXT. 1156

EXAMINER'S INITIALS:

JB 10-20-00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

00 OCT 20 PM 12:08

APPROVED
AND
FILED

ARTICLES OF ORGANIZATION

OF

TOP FUEL RACING LLC

I hereby file these Articles of Organization as authorized representative of the sole member of the limited liability company to be formed pursuant to these Articles of Organization and the laws of the State of Florida.

ARTICLE I

NAME

The name of the limited liability company to be formed hereunder is "Top Fuel Racing LLC" (the "Company").

ARTICLE II

DATE OF EXISTENCE AND PERIOD OF DURATION

The Company shall begin existence effective this 19th day of October, 2000, and shall continue until terminated in accordance with the Regulations and Operating Agreement adopted by the members (the "Operating Agreement").

ARTICLE III

ADDRESS AND PLACE OF BUSINESS

The mailing address and the place of business in Florida for the Company is One Steinbrenner Drive, Tampa, FL 33614.

ARTICLE IV

REGISTERED OFFICE AND REGISTERED AGENT

The street address of the Company's initial registered office in Florida is 501 E. Kennedy Boulevard, Suite 1400, Tampa, FL 33602, and the name of its initial registered agent is Mark T. Tate, Esquire. The Company may change its registered office or its registered agent or both by filing with the Department of State of the State of Florida a statement complying with Section 608.416, Florida Statutes.

ARTICLE V

POWERS

The Company shall have the power to take any and all lawful actions necessary, appropriate, proper, advisable, incidental or convenient to or for the furtherance of its purposes.

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AND
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ARTICLE VI
PURPOSES

The Company may engage in the transaction of any or all lawful business for which a limited liability company may be formed under the laws of the State of Florida.

ARTICLE VII
MANAGEMENT

All powers of the Company shall be exercised by or under the authority of, and the business and affairs of the Company shall be managed by or under the direction of its member. The name and current address of the sole member is as follows:

George M. Steinbrenner III
One Steinbrenner Drive
Tampa, FL 33614

ARTICLE VII
ADMISSION OF MEMBERS

New members may be admitted to the Company with the consent of the sole member.

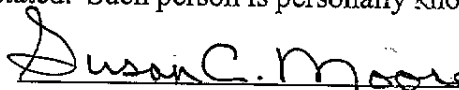
IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization this 19th day of October, 2000.



Mark T. Tate
Authorized Representative

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this 19th day of October, 2000, by Mark T. Tate, as the authorized representative of the sole member of Top Fuel Racing LLC, as his free act and deed for the uses and purposes therein stated. Such person is personally known to me.



Signature of Notary Public



Name stamped, typed, or legibly printed

Susan C. Moore

Commission # CC 925890

Notary Public Expires April 13, 2004

Bonded Trust

Atlantic Bonding Co., Inc.

APPROVED
AND
FILED
OCT 20 PM 12:08
STATE
FLORIDA

ACCEPTANCE BY REGISTERED AGENT

Having been appointed the registered agent of Top Fuel Racing LLC, the undersigned accepts such appointment, agrees to act in such capacity and accepts the obligations proposed by Florida Statutes Section 608.415 and is herewith simultaneously designated as registered agent.

Executed this 19th day of October, 2000.

Mark T. Tate

Mark T. Tate
Registered Agent

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH


The foregoing instrument was acknowledged before me this 19th day of October, 2000, by Mark T. Tate, as Registered Agent for Top Fuel Racing LLC, as his free act and deed for the uses and purposes therein stated. Such person is personally known to me.

Susan G. Moore

Signature of Notary Public

Susan G. Moore

Name stamped, typed or legibly printed

 Susan G. Moore
Commission # CC 925899
Expires April 13, 2004
Notary Public
Atlantic Bonding Co., Inc.

APPROVED
AND
FILED
00 OCT 20 PM 12:08
TALLAHASSEE, FLORIDA