

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

LD2000002553

DJ MotorCross Track LLC

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-02/01/02--01054--017
****125.00 ****125.00

Signature

Requested by: *SW*

2/1
Date

Time

Name

Art of Inc. File

LTD Partnership File

Foreign Corp. File

☒ L.C. File

Fictitious Name File

Trade/Service Mark

Merger File

Art. of Amend. File

RA Resignation

Dissolution / Withdrawal

Annual Report / Reinstatement

Cert. Copy

Photo Copy

Certificate of Good Standing

Certificate of Status

Certificate of Fictitious Name

Corp Record Search

Officer Search

Fictitious Search

Fictitious Owner Search

Vehicle Search

Driving Record

UCC 1 or 3 File

UCC 11 Search

UCC 11 Retrieval

02 FEB - 1 PM 3:53
RECEIVED
02 FEB - 1 PM 2:53
DIVISION OF CORPORATION
TALLAHASSEE, FL 32304
SECRETARY OF STATE
FILED
AND
APPROVED

2-1-02

ARTICLES OF ORGANIZATION
DDJ MOTORCROSS TRACK, LLC

The undersigned subscribers, hereby form a limited liability company under the laws of the State of Florida, Florida Statutes, Chapter 608 as follows:

ARTICLE I
NAME

The name of this limited liability company shall be DDJ MOTORCROSS TRACK, LLC.

ARTICLE II
DURATION

This limited liability company shall exist no longer than thirty (30) years from the date of filing with the Department of State.

ARTICLE III
PURPOSE AND POWERS

This limited liability company is organized for the purpose of conducting any and all lawful business not in conflict with the Statutes of the State of Florida. This limited liability company shall have all powers enumerated in Chapter 608 mentioned above.

ARTICLE IV
PRINCIPAL OFFICE AND MAILING ADDRESS

The principal place of business of the limited liability company is at 124 Forest Oaks Road, DeFuniak Springs, Florida 32433. The mailing address of the limited liability company is 140 Wildwood Drive, Freeport, Florida 32439.

ARTICLE V
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this limited liability company is 4 Eleventh Avenue, Suite 1, Shalimar, Florida 32579 and the name of the initial registered agent at that address is LISA Y. PITELL.

APPROVED
AND
FILED
02 FEB - 1 PM 3:53
DEPARTMENT OF STATE
TREASURY OF FLORIDA

ARTICLE VI
CAPITAL

The capital of the limited liability company that will be contributed shall be the sum of One Thousand Dollars (\$1,000.00).

ARTICLE VII
MANAGEMENT

The names and addresses of the initial managers of the limited liability company are as follows:

Colin D. Emmons
140 Wildwood Drive
Freeport, Florida 32439

Jeffrey R. Lutker
1578 East Main Street
Freeport, Florida 32439

Daryl A. Oakes
11 Holly Point Road
Freeport, Florida 32439

Management shall be by all persons or authorized representatives thereof above named, with majority vote controlling.

02 FEB - 1 PM '53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED

ARTICLE VIII
INITIAL MEMBERS

The names and addresses of the initial members of this limited liability company are as follows:

Colin D. Emmons
140 Wildwood Drive
Freeport, Florida 32439

Jeffrey R. Lutker
1578 East Main Street
Freeport, Florida 32439

Daryl A. Oakes
11 Holly Point Road
Freeport, Florida 32439

ARTICLE IX
ADDITIONAL MEMBERS

The members of the limited liability company shall have the right to admit additional members upon unanimous written consent of all the members of the company existing at that time.

ARTICLE X
DISSOLUTION

Upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of any member of this limited liability company or the occurrence of any other event which terminates the continued membership of a member of the limited liability company, the limited liability company shall be terminated unless the business is continued by the consent of all remaining members.

ARTICLE XI
TRANSFER OF INTEREST

A member may transfer that member's right to receive shares of profits and returns of capital contributions, but may not assign any of the rights to participate in the management or to be a member of the limited liability company unless prior written consent is obtained by the transferor from all remaining members

IN WITNESS WHEREOF, the undersigned, being one of the members hereinbefore named, has hereunto set her hand and seal on this the 31st day of January, 2002, for the purpose of forming a limited liability company to do business both within and without the State of Florida and does make and file in the Office of the Secretary of State of Florida these Articles of Organization and certify that the facts herein stated above are true.

MEMBER:

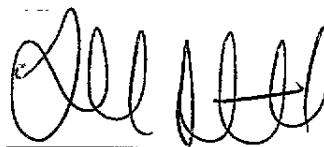
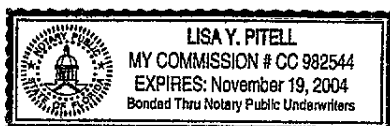


COLIN D. EMMONS, Manager

STATE OF FLORIDA
COUNTY OF OKALOOSA

The foregoing instrument was executed and acknowledged before me this 31st day of January, 2002, by COLIN D. EMMONS, who personally appeared and who is personally known to me or who produced driver's license as identification and who did take an oath.

WITNESS my hand and official seal in the State and County last aforesaid this 31st day of January, 2002.



Lisa Y. Pitell
Notary Public

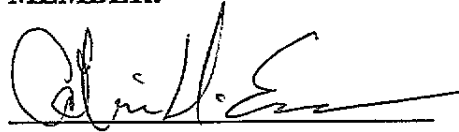
My commission expires: 11/19/2004

OFFICE OF THE
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
FEB - 1 PM 3:53
APPROVED
AND
FILED

**CERTIFICATE DESIGNATING PLACE OF BUSINESS
OR DOMICILE FOR THE SERVICE OF PROCESS
WITHIN THIS STATE, NAMING AGENT UPON
WHOM PROCESS MAY BE SERVED**

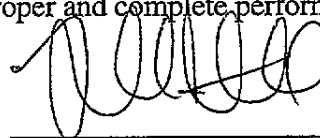
Pursuant to Section 608.415, Florida Statutes, the following is submitted: DDJ MOTORCROSS TRACK, LLC, desiring to organize under the laws of the State of Florida with its principal place of business at 124 Forest Oakes Road, DeFuniak Springs, Florida 32433, has named **Lisa Y. Pitell** as its agent to accept service of process within the State of Florida and whose address is Law 4 Eleventh Avenue, Suite 1, Shalimar, Florida 32579.

MEMBER:



COLIN D. EMMONS, Manager

Having been named to accept service of process for the above named corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all Florida Statutes relative to the proper and complete performance of my duties.



LISA Y. PITELL, Registered Agent

02 FEB - 1 PM 3:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1 ATTACHED
AND
FILED