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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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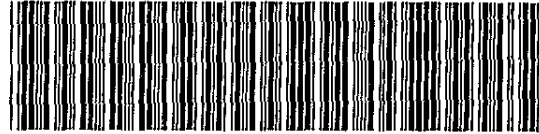
(Business Entity Name)

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

J. BROWN MAR - 4 2004

February 11, 2004

American Powerboat Racing Commission, LLC

P.O. Box 24405
Jacksonville, Florida 32241
(904) 739-2747

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

SUBJECT: American Powerboat Racing Commission, L.L.C.

Enclosed is an original and one copy of the articles of organization and a check for

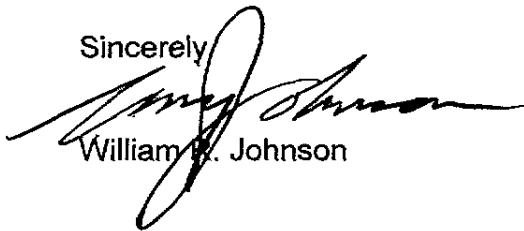
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and Registered
Agent
Designation

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Certificate of Status

Sincerely



William A. Johnson

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TALLAHASSEE, FLORIDA

TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: AMERICAN POWERBOAT RACING COMMISSION, LLC
(Name of Limited Liability Company)

The enclosed Articles of Organization and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

WILLIAM R. JOHNSON
(Name of Person)

AMERICAN POWERBOAT RACING COMMISSION, LLC
(Firm/Company)

P.O. BOX 24405
(Address)

JACKSONVILLE, FLORIDA 32241
(City/State and Zip Code)

For further information concerning this matter, please call:

RICK JOHNSON at (904) 739-2747
(Name of Person) (Area Code & Daytime Telephone Number)

STREET ADDRESS:
Registration Section
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

MAILING ADDRESS:
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

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TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION
OF
American Powerboat Racing Commission, L.L.C.

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby make, acknowledge, and file the following Articles of Organization.

ARTICLE I - NAME

The name of the limited liability company shall be American Powerboat Racing Commission, L.L.C. (the "Company").

ARTICLE II - PURPOSE

The Company may engage in any lawful business.

ARTICLE III - ADDRESS

The mailing address and street address of the principal office of the Company is 1054 North Third Street, Jacksonville Beach, Florida 32250.

ARTICLE IV - DURATION

The Company shall commence its existence on the date these articles of organization are filed by the Florida Department of State. The Company's existence shall be perpetual, unless the Company is dissolved earlier as provided in these articles of organization or in the regulations.

ARTICLE V - REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the Company in the state of Florida is: William R. Johnson, 3928-1 Baymeadows Road, Jacksonville, Florida 32217.

ARTICLE VI - CAPITAL CONTRIBUTIONS

The members of the Company shall contribute to the capital of the Company \$1,500.00 in cash.

ARTICLE VII - ADDITIONAL CAPITAL CONTRIBUTIONS

Each member shall make additional capital contributions to the Company only on the unanimous consent of all the members or as provided in the Regulations of the Company.

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ARTICLE VIII - ADMISSION OF NEW MEMBERS

Except as set forth in the Regulations, no additional members shall be admitted to the Company except with the unanimous written consent of all the members of the Company and on the terms and conditions as shall be determined by all the members. A member may transfer his or her or its interest in the Company as set forth in the Regulations, but the transferee shall have no right to participate in the management of the business and affairs of the Company or become a member unless all of the members of the Company other than the member proposing to dispose of his or her or its interest approve of the proposed transfer by written consent.

ARTICLE IX -MEMBER'S RIGHT TO CONTINUE BUSINESS

The Company shall be dissolved on the death, bankruptcy, or dissolution of a member or manager, or on the occurrence of any other event that terminates the continued membership of a member in the Company, unless the business of the Company is continued by the unanimous vote of the remaining members.

ARTICLE X - MANAGEMENT

The Company shall be managed by its Members in accordance with the Regulations and the Member Control Agreement, if any, and the Regulations adopted by the members for the management of the business and affairs of the Company. The Member Control Agreement and the Regulations may contain any provisions for the operation, operation regulation and management of the affairs of the Company not inconsistent with law or these articles of organization. The names and address of the members of the Company are:

<u>NAME</u>	<u>ADDRESS</u>
William R. Johnson	3928-1 Baymeadows Road Jacksonville, Florida 32217
Gary L. Johnson	1054 North Third Street Jacksonville Beach, Florida 32250
Laura M. Goldey	3948 South Third Street, #203 Jacksonville, Beach, Florida 32250

IN WITNESS WHEREOF, the undersigned organizers have made and subscribed these Articles of Organization at Jacksonville, Florida, on February 11, 2004.

Witnesses:

Mary Ann Merkel
Print Name MARY ANN MERKEL

Aadeshia Ebrahimi
Print Name Aadeshia Ebrahimi
As to William R. Johnson

William R. Johnson
William R. Johnson, President

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Mary Ann Merkel
Print Name MARY ANN MERKEL

Aadeshia Ebrahimi
Print Name Aadeshia Ebrahimi
As to Gary L. Johnson

Gary L. Johnson
Gary L. Johnson, Vice President

Mary Ann Merkel
Print Name MARY ANN MERKEL

Aadeshia Ebrahimi
Print Name Aadeshia Ebrahimi
As to Laura M. Goldey

Laura M. Goldey
Laura M. Goldey, Secretary / Treasurer

STATE OF FLORIDA
COUNTY OF DUVAL

(Corporate Seal)

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

The foregoing instrument was acknowledged before me this 13 day of February, 2004, by **WILLIAM R. JOHNSON**. He is personally known to me or who has produced his Florida Driver's License as identification. J525-936-40-090-0

Mary Ann Merkel

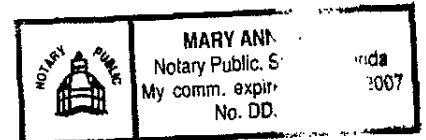
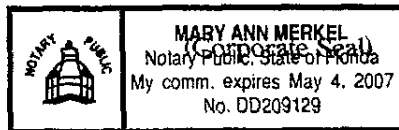
Notary Public, State of Florida

Name: **MARY ANN MERKEL**

My Commission Expires: **05-04-07**

My Commission Number is: **DD209129**

STATE OF FLORIDA
COUNTY OF DUVAL



The foregoing instrument was acknowledged before me this 13 day of February, 2004 by Gary L. Johnson, Vice President. He is personally known to me or has produced his Florida Driver's License as identification. J525-292-54-266-0

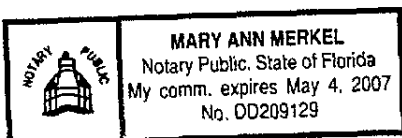
Mary Ann Merkel

Notary Public, State of Florida

Name: **MARY ANN MERKEL**

My Commission Expires: **05-04-07**

My Commission Number is: **DD209129**

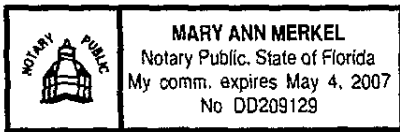


STATE OF FLORIDA

(Corporate Seal)

COUNTY OF DUVAL

The foregoing instrument was acknowledged before me this 13 day of February, 2004 by Laura M. Goldey, Secretary / Treasurer. She is personally known to me or has produced her Florida Driver's License as identification. FLDL G430-533-65-664-0



Mary Ann Merkel

Notary Public, State of Florida

Name: MARY ANN MERKEL

My Commission Expires: 04 05-04-07

My Commission Number is: DD209129

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TALLAHASSEE, FLORIDA

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

Under the provisions of F.S. 608.415 or 608.507, **American Powerboat Racing Commission, LLC**, submits the following statement to designate a registered office and registered agent in the state of Florida:

1. The name of the limited liability company is:

American Powerboat Racing Commission, L.L.C.

2. The name and address of the registered agent in Florida is:

William R. Johnson
3928-1 Baymeadows Road
Jacksonville, Florida 32217

The undersigned, being the person named in the articles of organization of **American Powerboat Racing Commission L.L.C.**, as the registered agent of this limited liability company, hereby consents to accept service of process for the above-stated company at the place designated in the articles of organization, and accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his or her duties, and is familiar with and accepts the obligations of the position of registered agent.


William R. Johnson
Registered Agent

Dated: February 11, 2004

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