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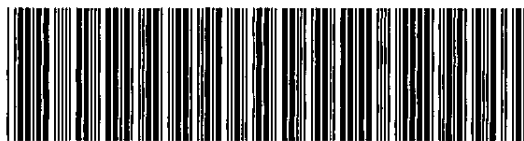
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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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DAVID R. ROY, P.A.
Attorneys At Law

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October 24, 2007

DEPARTMENT OF STATE
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

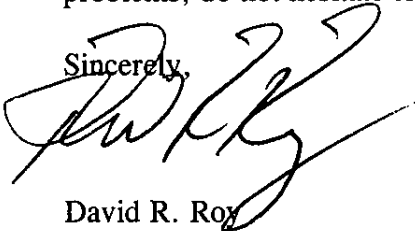
Re: Cole Morgan Racing, LLC
Articles of Organization

Dear Sir/Madam:

Please find enclosed the original and a copy of the Articles of Organization for the above referenced Limited Liability Company. Also enclosed is a check in the amount of \$125.00 to cover the filing cost.

Please return a true copy of the Articles of Organization upon filing. If there are any problems, do not hesitate to contact me.

Sincerely,



David R. Roy

DRR/lew
Enclosure

**ARTICLES OF ORGANIZATION
OF
COLE MORGAN RACING, LLC**

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, Florida Statutes Chapter 608, hereby makes, acknowledges, and files the following Articles of Organization.

ARTICLE 1 - NAME

The name of the limited liability company shall be COLE MORGAN RACING, LLC, ("Company").

ARTICLE 2 - ADDRESSES

The principal place of business of the Company in Florida shall be 3420 NE 28th Avenue, Lighthouse Point, FL 33064. The mailing address of the Company shall be 3420 NE 28th Avenue, Lighthouse Point, FL 33064.

ARTICLE 3 - EFFECTIVE DATE

These Articles of Organization shall be effective immediately upon approval of the Secretary of State, State of Florida.

ARTICLE 4 - DURATION

Subject to the provisions of Article 9, the Company's existence shall terminate no later than 99 years from its date of commencement, unless the Company is earlier dissolved as provided in these Articles of Organization.

ARTICLE 5 - PURPOSES AND POWERS

The general purpose for which the Company is organized is to transact any lawful business for which a limited liability company may be organized under the laws of the State of Florida. The Company shall have all the powers granted to a limited liability company under the laws of the State of Florida..

ARTICLE 6 - REGISTERED OFFICE AND REGISTERED AGENT

The initial address of registered office of this Company is David R. Roy, P.A., at 4209 N. Federal Highway, Pompano Beach, FL 33064. The name and address of the registered agent of this Company is David R. Roy, P.A., 4209 N. Federal Highway, Pompano Beach, FL 33064.

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ARTICLE 7 - MANAGEMENT

The Managers of the Company shall be:

Operating Manager:	Cole Morgan
Vice Operating Manager:	James Morgan

Whose addresses shall be the same as the mailing address of the Company.

ARTICLE 8 - ADMISSION OF NEW MEMBERS

No additional member(s) shall be admitted to the Company except with the unanimous written consent of all the member(s) of the Company and upon such terms and conditions as shall be determined by all the member(s). A member may transfer his or her interest in the Company as set forth in the regulations of the Company, 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 the other member(s) of the Company other than the member proposing to dispose of his or her interest approve of the proposed transfer by unanimous written consent.

ARTICLE 9 - TERMINATION OF EXISTENCE

The Company shall be dissolved upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or manager, or upon 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 consent of all the remaining members, provided there are at least one remaining member.

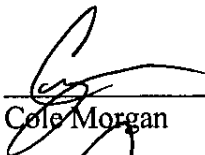
ARTICLE 10 - MEMBERS

The Managers of the Company shall be elected by the member(s) in accordance with regulations adopted by the member(s) for the management of the business and affairs of the Company. These regulations may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with law or these Articles of Organization. The name and address of the member(s) of the Company are:

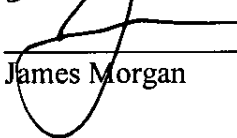
Cole Morgan
3420 NE 28th Avenue
Lighthouse Point, FL 33064

James Morgan
3420 NE 28th Avenue
Lighthouse Point, FL 33064

IN WITNESS WHEREOF, The undersigned, an authorized representative of the members, has made and subscribed these Articles of Organization at Pompano Beach, Florida, for the foregoing uses and purposes, this October 16, 2007.



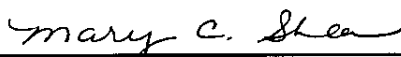
Cole Morgan




James Morgan

STATE OF FLORIDA
COUNTY OF BROWARD

The foregoing instrument was acknowledged before me this 16 day of October, 2007 by Cole Morgan and James Morgan, and who are personally known to me or who have produced their drivers license as identification.



Notary Public

 Mary C. Shea
My Commission DD218025
Expires September 13, 2007

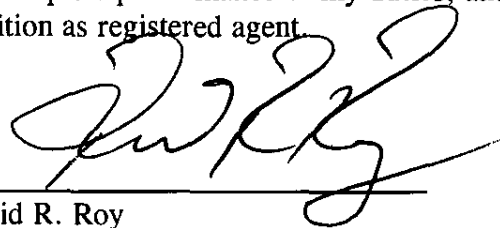
**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Sections 608.415, Florida Statutes, the undersigned Limited Liability Company organized under the laws of the State of Florida, submits the following statement in designating the registered agent/registered office in the State of Florida.

1. The name of the corporation is Cole Morgan Racing, LLC.
2. The name and address of the registered agent and office is:

David R. Roy, Esq.
4209 N. Federal Hwy.
Pompano Beach, FL 33064

Having been named as registered agent and to accept service of process for the above stated Limited Liability Company 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.

A handwritten signature in black ink, appearing to read 'David R. Roy', is written over a horizontal line.

David R. Roy
Registered Agent