

EXAMINER



Dana Bandera
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February 22, 2008

Via U.S. Mail

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
08 MAR 31 PM 4:09

Re: Articles of Organization for GT Pro Racing LLC

Dear Sir/Madam:

The enclosed Articles of Organization are submitted for filing along with a check in the amount of \$160 for the corresponding filing fees which include: (1) filing a new Florida LLC (\$100); (2) registered agent fee (\$25); (3) certified copy of Articles of Organization (\$30); and (4) certificate of status (\$5). Please return all correspondence concerning this matter, including the certified copy of the Articles of Organization and the certificate of status, to my office at the address provided below.

Thank you for your assistance with this matter.

Very truly yours,

A handwritten signature in cursive script that reads "Dana Bandera".

Dana L. Bandera

DB/

Enclosures

**ARTICLES OF ORGANIZATION
FOR
GT PRO RACING, LLC**

Pursuant to § 608.407, Florida Statutes, GT PRO RACING, LLC, a Florida Limited Liability Company (the "Company"), through the undersigned member of the Company, does hereby adopt the following Articles of Organization:

ARTICLE I

NAME

The name of the Company is GT PRO RACING, LLC.

ARTICLE II

ADDRESS

The principal office and mailing address of the Company is:

770 Claughton Island Drive, #808
Miami, Florida, 33131

ARTICLE III

**REGISTERED AGENT, REGISTERED OFFICE, AND
REGISTERED AGENT'S SIGNATURE**

The name and the Florida street address of the Company's registered agent are:

Dana L. Bandera, Esq.
c/o Jones, Walker, Waechter, Poitevent, Carrere & Denegre, L.L.P.
601 Brickell Key Drive
Suite 501
Miami, FL 33131

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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 as provided for in Chapter 608, Florida Statutes.

In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.


Registered Agent's Signature

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ARTICLE IV

DURATION AND CONTINUATION

The period of the Company's duration shall commence with the filing of these Amended and Restated Articles of Organization with the Secretary of State, and shall continue perpetually, unless terminated in accordance with the Company's operating agreement.

ARTICLE V

PURPOSE

The purpose for which the Company is being formed is to engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE VI

MANAGEMENT

4.1 Management by Appointed Manager. The Company shall be managed by one or more managers who may, but need not, be a member. Such manager(s) shall be appointed by the Company's Members.

4.2 Authority of Manager. A manager appointed by the Company's Members shall have all powers necessary, convenient or appropriate to carry out the purposes, affairs and business of the Company and shall possess and enjoy with respect to the Company all of the

rights and powers of a manager of a limited liability company to the extent permitted by these Amended and Restated Articles of Organization, an operating agreement, if adopted, and Chapter 608 of the Florida Statutes.

4.3 Right to Rely on Manager. The exercise of any power conferred by these Amended and Restated Articles of Organization on the manager shall serve to bind the Company and constitute the act of the Company.

4.4 Appointment of Manager. The Manager of the Company shall be Jose Luis Bandera. The Manager shall serve in such capacity until a successor is appointed.

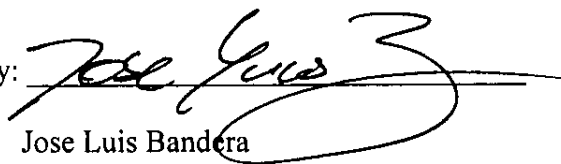
ARTICLE VII

OPERATING AGREEMENT

Any Operating Agreement (as defined in Section 608.402(24), Florida Statutes) with respect to the Company, must be in writing and signed by all of the members.

These Articles of Organization of GT PRO RACING, LLC, are executed by Jose Luis Bandera, a member of the Company, this 21st day of February, 2008.

In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

By: 
Jose Luis Bandera
Member of GT Pro Racing, LLC

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