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17 MAY -4 AM 11:02  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

MAY 05 2017

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May 3, 2017

**Via Federal Express**

Department of State

Division of Corporations

Clifton Building

2661 Executive Center Cir.

Tallahassee, FL 32301

Reference: **GRIFFIN MOTORSPORTS, LLC**

Gentlemen:

We are enclosing one original and a duplicate copy of the Articles of Organization for the above referenced proposed company together with a Designation of Registered Agent and Acceptance of Designation. The duplicate copy of the Articles have been subscribed and acknowledged by the subscriber in the same manner as the original.

Please endorse your approval of the Articles of Organization on the duplicate copy, certify and return it to us. Enclosed is our check in the amount of \$125.00 for the filing of these documents

Sincerely,

**GLICKMAN, WITTERS & MARELL, P. A.**

Garry M. Glickman

GMG:sn

Enclosures (as noted above)

**ARTICLES OF ORGANIZATION**

**OF**

**GRIFFIN MOTORSPORTS, LLC**

The undersigned authorized representative hereby forms a limited liability company under the laws of the State of Florida:

ARTICLE I

**COMPANY NAME**

The name of this company is:

**GRIFFIN MOTORSPORTS, LLC**

ARTICLE II

**COMMENCEMENT**

The existence of the Company shall commence on May 3, 2017, the date of signing hereof, provided that same shall be filed with the Florida Secretary of State within the time authorized by Statute.

ARTICLE III

**MAILING ADDRESS AND STREET ADDRESS OF THE COMPANY**

The mailing address and the street address of the principal office of the limited liability company is 1241 Roebuck Court #B, West Palm Beach, Florida 33401.

ARTICLE IV

**REGISTERED AGENT AND REGISTERED AGENT'S ADDRESS**

The Registered Agent and the street address of the Registered Agent of this Company in the State of Florida shall be:

FILED  
17 MAY -4 AM 11:02  
SECRETARY OF STATE  
TALLAHASSEE, FL 08107

Garry M. Glickman  
1601 Forum Place, Suite 1101  
West Palm Beach, Florida 33401

#### ARTICLE V

##### INITIAL MANAGER

The Initial Manager of the Company shall be:

William M. Griffin  
1241 Roebuck Court #B  
West Palm Beach, Florida 33401

The Initial Manager shall be responsible for the management of the Company, and shall have the full right, power and authority to manage, direct and control all of the business and affairs of the company and to transact business on its behalf, including the authority to execute any instrument transferring, encumbering or in any way involving real property related to the Company.

Notwithstanding the foregoing, the Manager shall have the absolute authority to subcontract any management functions of the Company in his sole and absolute discretion.

#### ARTICLE VI

##### DISSOLUTION

The death, retirement, resignation, expulsion, bankruptcy or dissolution of a member shall not dissolve the Company as long as there remains in existence one (1) member. The Company shall dissolve only as provided in the Operating Agreement of the Company or pursuant to Florida Statute §605.

## ARTICLE VII

### RIGHTS, LIABILITIES AND OBLIGATIONS OF MEMBERS

7.1 Liability of Members: No Member shall be personally liable for the expenses, liabilities, debts or obligations of the Company, unless otherwise provided pursuant to Florida Statute §605.

7.2 Return of Capital: No Member shall have the right to demand the return of his/her/its contribution to capital except as provided in the Company's Operating Agreement then in existence.

7.3 Non-Assignability of Membership Interest:

a) No Member may assign his/her Company interest in whole or in part without the express written consent of 100% of the Company's members, including the member attempting to assign his/her interest.

b) The assignee of a member's interest shall have no right to participate in the management of the business and affairs of the Company:

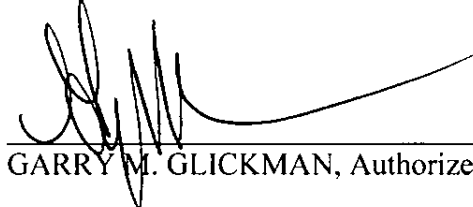
i) without the express written consent of 100% of the members of the limited liability company including the member assigning the limited liability interest, and

ii) as provided in the Operating Agreement, and

iii) in compliance with any procedure provided for in the Operating Agreement.

c) No interest of any member shall be subject to forced assignment by any court of law.

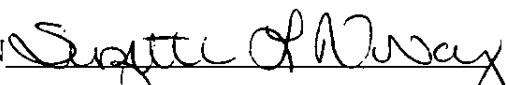
IN WITNESS WHEREOF, the undersigned Authorized Representative has executed the Articles of Organization, this 3rd day of May, 2017 and affirms that the Company has at least one member as of the effective date of these Articles.

  
GARRY M. GLICKMAN, Authorized Representative

STATE OF FLORIDA            ]  
  ] ss:  
COUNTY OF PALM BEACH    ]

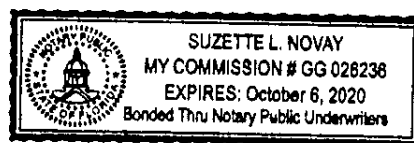
The foregoing instrument was acknowledged before me this 3rd of May, 2017, by Garry M. Glickman, Authorized Representative of the afore-described Articles of Organization, who is personally known to me and did not take an oath.

NOTARY PUBLIC:

SIGN   
PRINT Suzette L. Novay

STATE OF FLORIDA AT LARGE (SEAL)

MY COMMISSION EXPIRES:

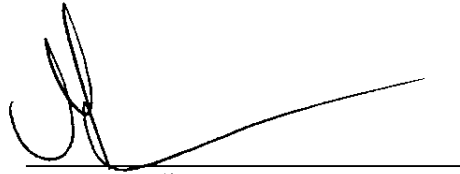


**CERTIFICATE DESIGNATING PLACE OF BUSINESS FOR SERVICE OF PROCESS  
WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

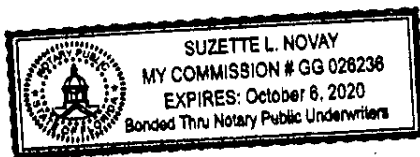
GRIFFIN MOTORSPORTS, LLC, desiring to organize as a Limited Liability Company under the laws of the State of Florida with its principal office as indicated in the Articles of Organization, has named Garry M. Glickman having an address at 1601 Forum Place, Suite 1101, West Palm Beach, Florida 33401 as its agent to accept Service of Process within this State.


**ACKNOWLEDGMENT**

Having been named to accept Service of Process for the above named Limited Liability Company, at the place designated in this Certificate, I hereby agree to act in this capacity, accept the appointment, and agree to comply with the provisions of the Florida Statutes relative to keeping open said office.

  
Garry M. Glickman

SWORN TO AND SUBSCRIBED before me this 3rd day of May, 2017.



  
NOTARY PUBLIC - STATE OF FLORIDA  
Name: Suzette L. Novay  
(Type, stamp or print)

Personally known or produced identification . If produced identification, type or identification produced: \_\_\_\_\_