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FLORIDA LIMITED LIABILITY CO.

Birmingham Motorsports Park, LLC

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ALLAHASSEE, FLORIDA

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**Articles Of Organization
Of
BIRMINGHAM MOTORSPORTS PARK, LLC**

**Article I
Name**

The name of the limited liability company ("Company") is **BIRMINGHAM MOTORSPORTS PARK, LLC**.

**Article II
Address**

The name of this limited liability company is **BIRMINGHAM MOTORSPORTS PARK, LLC** and its principal office is located at **5821 PIT ROAD, BUSHNELL, FL 33513** and mailing address is **PO BOX 552, BUSHNELL, FL 33513**.

**Article III
Duration**

The period of duration for the Company is perpetual, beginning on the date these Articles of Organization are filed by the Florida Department of State.

**Article IV
Purpose and Powers**

This Company is organized with a general business purpose, and has all powers provided by law and may use those powers to any lawful purpose.

**Article V
Registered Agent and Office**

The name of the Company's initial registered agent in Florida is Zachary T. Broome, Esq., Bowen & Schroth, P.A. The address of the Company's registered office in Florida is 600 Jennings Ave., Eustis, Florida 32726.

**Article VI
Management**

The Company will be managed by a Manager, as further provided in the Company's Operating Agreement. The initial manager(s), who shall serve until the earlier of their deaths, resignations, replacements or until the first annual meeting of members and their successors are elected and qualified, shall be: **REBECCA SPAUDE** and **BRET SPAUDE**.

Article VII

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Admission of New Members

Members of the Company have the right to admit new members. Members may admit to the Company additional members to participate in the profits, losses, available cash flow, and ownership of the assets of the Company on such terms as are determined by all of the members. Admission of any such additional members requires the written consent of all members then having any ownership interest in the Company. Any additional members are allocated gain, loss, income or expense by the method provided in the Operating Agreement of the Company, and if no method is specified, then as may be permitted by the Internal Revenue Code of 1986, as amended.

Article VIII Continuation of Business

The remaining members of the Company have the right to continue the business on the death, retirement, resignation, bankruptcy or dissolution of a member or the occurrence of any other event that terminates the continued membership of a member in the Company. The business may be continued only on the unanimous consent of the remaining members.

In Witness Whereof, the undersigned have executed these Articles of Organization on this 2 day of Septmeber, 2021, at Lake County, Florida. In accordance with Chapter 605, Florida Statutes, the execution of this instrument constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

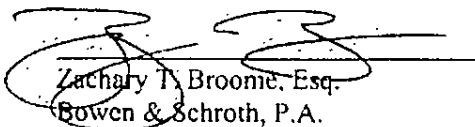

REBECCA SPAUDE


BRET SPAUDE

Acceptance of Registered Agent

Having been named as registered agent and to accept service of process for the above named limited liability company at the place designated in the Articles of Organization, 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 605, Florida Statutes, as amended.

Dated: September 2, 2021.


Zachary T. Broome, Esq.
Bowen & Schroth, P.A.
Registered Agent

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