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CASS, GRAHAM & FISHER

ATTORNEYS AT LAW

A PARTNERSHIP INCLUDING PROFESSIONAL ASSOCIATIONS

**324 HYDE PARK AVENUE
SUITE 375
TAMPA, FLORIDA 33606**

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Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32301

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-05/08/96--01005--002
***337.50 ***337.50

Dear Sir/Madam:

Please find enclosed the following documents for filing:

1. An original and one copy of the Articles of Organization of WESTVIEW CAPITAL MOTORSPORTS, L.C.
2. An original and one copy of the Certificate of Registered Agent/Registered Office for WESTVIEW CAPITAL MOTORSPORTS, L.C.
3. An original and one copy of the Affidavit of Membership and Contributions for WESTVIEW CAPITAL MOTORSPORTS, L.C.

Enclosed is a check in the amount of \$337.50 made payable to the Secretary of State for filing the Articles of Organization and obtaining a certified copy of the Articles. Please return the certified copy of the Articles to me via Federal Express, I have enclosed an Airbill and envelope for this purpose.

Thank you for your assistance.

Sincerely,


Jodi Sage
Legal Assistant

FILED
56 MAY -7 AM 9:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

jls

B. REGISTER MAY 14 1996

**ARTICLES OF ORGANIZATION
OF
WESTVIEW CAPITAL MOTORSPORTS, L.C.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned hereby forms a limited liability company under the Florida Limited Liability Company Act.

ARTICLE I - NAME

The name of the Company is WESTVIEW CAPITAL MOTORSPORTS, L.C.

ARTICLE II - PERIOD OF DURATION

The period of the Company's duration will commence on the date these Articles of Organization are filed by the Department of State of the State of Florida and end on December 31, 2020.

ARTICLE III - ADDRESS

The address of the Company is 5509-A W. Friendly Avenue, Suite 101, Greensboro, NC 27410.

ARTICLE IV - REGISTERED AGENT

The name and address of the Company's registered agent is Nancy J. Cass, 324 Hyde Park Avenue, Suite 375, Tampa, Florida 33606.

ARTICLE V - ADDITIONAL MEMBERS

No action or consent by the members, except the managing member or managing members will be required to admit members to the Company. Additional members and assignees of an interest in the Company will be admitted to the Company only with the written consent of the managing member or managing members, which consent may be granted or withheld in the managing member or managing members sole and absolute discretion. Terms for the admission of additional members may be set from time to time by the managing member or managing members in the exercise of absolute discretion.

ARTICLE VI - CONTINUATION OF BUSINESS

Upon the death, insanity, retirement, resignation, expulsion, bankruptcy, or dissolution of any

member of the occurrence of any other event which terminates the continued membership of any member in the Company, the members representing a majority in interest of the remaining members will have the right to continue the business of the Company by written consent given within sixty (60) days of such event.

ARTICLE VII - MANAGEMENT

The management of the Company is reserved to the members. The name and address of the initial managing member is Kenneth Melton, 5509-A W. Friendly Avenue, Suite 101, Greensboro, NC 27410.

ARTICLE VIII - AMENDMENT

The managing member or managing members may amend these Articles of Organization from time to time with the consent of a majority in interest of the members

ARTICLE IX - DEFINITION

For the purposes of these Articles of Organization, a majority in interest with respect to any described group of the members, means members who in the aggregate would be entitled under the Regulations of the Company, as amended from time to time, to cast a majority of the votes at a meeting at which all the Members of the described group were present and voting.

IN WITNESS WHEREOF, these Articles of Organization have been executed this 30th day of April, 1996.

MANAGING MEMBER


KENNETH MELTON

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

STATE OF NORTH CAROLINA
COUNTY OF GUILFORD

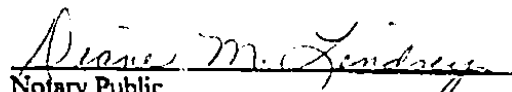
I, KENNETH A MELTON, hereby declare under penalties of perjury that the following statements are true:

- 1 I am the Managing Member of WESTVIEW CAPITAL MOTORSPORTS, L.C.;
- 2 WESTVIEW CAPITAL MOTORSPORTS, L.C. has at least two members;
- 3 The total amount contributed by the members is \$ 100.00;
- 4 The agreed value of property other than cash contributed by member is \$ 0, and
- 5 The total amount of cash or property anticipated to be contributed by members is \$ 10,000 including amounts from 3 and 4 above.

MANAGING MEMBER


KENNETH A. MELTON

Sworn to and subscribed before me this 30th day of April, 1996.


Notary Public
My Commission Expires: November 26, 1999

CERTIFICATE OF REGISTERED AGENT/REGISTERED OFFICE

In accordance with Section 608.415 of the Florida Limited Liability Act, a registered agent is appointed as follows:

WESTVIEW CAPITAL MOTORSPORTS, L.C., with its principal office located at 3509-A West Friendly Avenue, Suite 101, Greensboro, North Carolina 27410, has named **NANCY J. CASS, ESQUIRE**, located at its registered office at 324 Hyde Park Avenue, Suite 375, Tampa, Florida 33606, as its registered agent in the State of Florida to accept service of process within this State.

Dated: 4-30-96

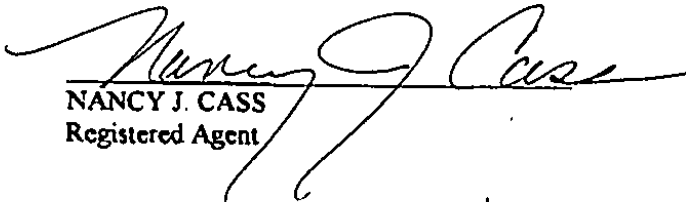
MANAGING MEMBER


Kenneth A. Melton

ACKNOWLEDGMENT:

Having been named as registered agent to accept service of process for the above named limited liability company at the address designated in this Certificate, I accept the appointment as registered agent and agreed to act in this company.

Dated: 5-1-96


NANCY J. CASS
Registered Agent

FILED
56 MAY -7 AM 9:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA