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CT CORPORATION SYSTEM			
660 EAST JEFFERSON STREET			
Requestor's Name TALLAHASSEE, FL 32301			
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City State Zip	Phone		****285.00 ****285.00
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CR2E031 (1-89)



#### FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

January 28, 1998

C T CORPORATION SYSTEM

TALLAHASSEE, FL

SUBJECT: THE RACER'S COUNTRY CLUB, L.C.

Ref. Number: W98000002010

We have received your document for THE RACER'S COUNTRY CLUB, L.C. and your check(s) totaling \$285.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

In Article IV, please list the NAMES and STREET ADDRESSES of the MANAGING MEMBERS.

ALSO, PLEASE note that the company is NOT REQUIRED to file its AGREEMENT document. Unless there is some reason why this company needs to have its AGREEMENT made a matter of public record, please return only the ARTICLES, AFFIDAVIT. and R.A. ACCEPTANCE.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6914.

Buck Kohr Corporate Specialist

Letter Number: 998A00004852 5 5 1-28

ON JAN 28 PM 3: 46

### ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

#### ARTICLE I - Name

The name of the Limited Liability Company is The Racer's Country Club, L.C.

#### ARTICLE II - Address

The mailing address and, if different, the street address of the principal office of the Limited Liability Company is:

7318 S.W. 48<sup>th</sup> Street Miami, Florida 33155.

#### ARTICLE III - Duration

The period of duration for the Limited Liability Company shall be until December 31, 2002, unless sooner terminated or unless extended in accordance with the operating agreement of the Limited Liability Company.

#### ARTICLE IV - Management

The management of the Limited Liability Company is reserved to the members. See attached.

ARTICLE V - Registered Agent, Registered Office

The name and street address of the initial registered agent of the Limited Liability Company is:

CT CORPORATION SYSTEM 1200 South Pine Island Road Plantation, Florida 33324

#### ARTICLE VI - Right To Admit Additional Members

The members of the Limited Liability Company shall have the right to admit additional members only in accordance with the provisions of the operating agreement of the Limited Liability Company.

#### ARTICLE VII – Right To Continue The Business

The members of the Limited Liability Company shall have the right to continue the business on the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the Limited Liability Company.

#### ARTICLE VIII - Effective Date

In accordance with Section 6 existence of the Limited Lial	508.409 of the Florida Statutes, the effective date of the commencement of the bility Company shall be January 23, 1998.
(Date)	(Signature of Member or the Authorized
	Representative of a Member)

OWE OF COSTATIONS

#### AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned authorized representative of a member of The Racer's Country Club, L.C., a Florida limited liability company, deposes and says:

1. The above named limited liability company has at least two members.

2. The total amount of cash initially contributed by the member(s) is \$20,000.00.

3. The agreed value of property other than cash contributed by member(s) is \$20,000. A description of such property is attached and made a part hereof.

4. The total amount of cash or property anticipated to be contributed by member(s) is \$1,000,000. This total includes amounts from 2 and 3 above.

Signature of a member or authorized representative of a member. (In accordance with section 608,408(3). Florida Statutes, the execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

FILING FEE: \$250 for Articles of Organization and Affidavit

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#### Schedule to Affidavit of Membership and Contributions

Karts and related equipment

Trailer

Tools

Drivers' equipment

Promotional materials

Miscellaneous office equipment and supplies

Goodwill

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#### The Racer's Country Club, L.C.

Managing Members

Bruce McQuiston

7318 S.W. 48th Street

Miami, FL 33155

Alexander W. Rangos

7318 S.W. 48th Street

Miami, FL 33155

#### REGISTERED AGENT ACCEPTANCE

Having been named as registered agent and to accept service of process for the above stated limited liability company at the address designated in this certificate pursuant to the provisions of section 608.415, Florida Statutes, 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.