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January 8, 2001

FILED
01 JAN 11 AM 9:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

RE: Force Racing, Inc.

Dear Sir/Madam:

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-01/11/01--01053--012

*****78.75 *****78.75

Enclosed please find an original and one (1) copy of the
Articles of Incorporation on the above-referenced corporation.
Also enclosed my check in the amount of \$78.75 covering the
following charges:

Filing Fee	\$35.00
Certified Copy	8.75
Registered Agent Designation	<u>35.00</u>
Total	\$78.75

Please forward a certified copy to me at the above address.

If you should have any questions, please feel free to contact
me.

Very truly yours,



MICHAEL D. TANNENBAUM

MDT/cd

Encl.

F. CHESSEN JAN 1. 6 2000

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**ARTICLES OF INCORPORATION
OF
FORCE RACING, INC.
A NONPROFIT CORPORATION**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We, the undersigned, with other persons being desirous of forming a nonprofit corporation under the provisions of Chapter 617 of the Florida Statutes, do agree to the following:

ARTICLE I - NAME

The name of the corporation shall be: FORCE RACING, INC.

The address of the principal office of this corporation shall be 4276 Hibiscus Circle, West Palm Beach, Florida 33409 and the mailing address of the corporation shall be the same.

ARTICLE II - NATURE OF BUSINESS

(a) The specific and primary purpose for which this corporation is organized is to sponsor and organize children's bicycle competitions.

(b) This corporation is formed and shall be operated exclusively for pleasure, recreation and all other nonprofit purposes. No part of any net earnings shall inure to the benefit of any member, trustee, or officer of the corporation except as provided by law.

(c) This corporation shall have and exercise all powers conferred upon not for profit corporations under the laws of the State of Florida generally, and specifically as provided in Section 617.0302 of the Florida Not for Profit Corporation Act, provided, however, that the corporation has no power to engage in any activity that in itself is not in furtherance of its purposes as set forth in this Article II.

ARTICLE III - ADDRESS

The street address of the initial registered office of the corporation shall be 4276 Hibiscus Circle, West Palm Beach, Florida 33409, and the name of the initial registered agent of the corporation at that address is Michael D. Ingram.

ARTICLE IV - TERMS OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V - DIRECTORS

The method of election of directors is as stated in the bylaws.

ARTICLE VI - INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

Michael D. Ingram

4276 Hibiscus Circle
West Palm Beach, FL 33409

IN WITNESS WHEREOF, the undersigned has hereunto set my hand and seal of this 8th day of January, 2001.


MICHAEL D. INGRAM

ACCEPTANCE OF REGISTERED AGENT
DESIGNATED IN ARTICLES OF INCORPORATION

The undersigned, MICHAEL D. INGRAM, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.


MICHAEL D. INGRAM

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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