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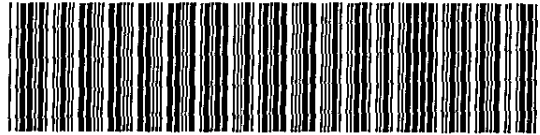
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TALLAHASSEE, FLORIDA

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STEVEN J. POLHEMUS, P.A.
ATTORNEY AT LAW
POST OFFICE BOX 2188
155 N. BRIDGE STREET, SUITE A
LABELLE, FLORIDA 33975
TELEPHONE 863-6175-0087
FAX 863-675 1082

December 9, 2002

State of Florida
Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Re: Hendry-LaBelle BMX, Inc.

To Whom It May Concern,

Enclosed herewith please find Articles of Corporation and Certificate of Designation of Registered Agent/Registered Office and a check for filing fees in the amount of \$70.00. Please file and register this corporation and return the copies to the Registered agent at the address indicated on the certificate.

If you have any questions or comments, please contact my office at your earliest convenient.

Yours truly,

Steven J. Polhemus, Esq.

HENDRY LABELLE BMX, INC.

A Florida Not-For-Profit Corporation

ARTICLES OF INCORPORATION

The undersigned, acting as incorporators of a corporation pursuant to Chapter 621, Florida Statutes, adopts the following Articles of Incorporation of such corporation:

ARTICLE I

The name of the corporation shall be: Hendry LaBelle BMX, Inc., a Florida not-for-profit corporation. The principal place of business of this corporation shall be 1203 Pratt Blvd., LaBelle, Florida 33935.

ARTICLE II

The period of duration of this corporation is perpetual unless dissolved according to law.

ARTICLE III

The purposes for which the corporation is organized for a not-for-profit corporation to operate a BMX track in LaBelle for the youth of Hendry and Glades Counties and visitors from other areas for controlled BMX racing and to promote the sport of BMX racing as sanctioned by the National Bicycle League.

ARTICLE IV

The number constituting the initial Board of Directors of the corporation is five (5), and the name of the persons who are to serve initially are:

MARK PENNA as President and Track Director

TAMMIE PENNA as Treasurer and Registrar

KENNY ADAMS as Assistant Track Director

BILL BLAKESLY as Assistant Track Director

REBECCA PRATT as Clerk of Course

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TALLAHASSEE, FLORIDA

Directors shall be elected as provided in the Corporate Bylaws.

ARTICLE V

This corporation is organized under a non-stock basis.

ARTICLE VI

The names and addresses of each incorporator are: —

MARK PENNA, 285 Davis Street, LaBelle, Florida 33935.

TAMMIE PENNA, 285 Davis Street, LaBelle, Florida 33935.


REBECCA PRATT, 4022 Albany Road, LaBelle, Florida 33935.

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation this ____ day of _____, 2002.



Mark Penna

STATE OF FLORIDA
COUNTY OF HENDRY

Sworn to and subscribed before me by Mark Penna, this 20th day of November, 2002, who produced a Florida Drivers License as identification.


 Steven Jeffrey Polhemus
My Commission CC874387
Expires September 26, 2003

NOTARY PUBLIC
My Commission Expires:

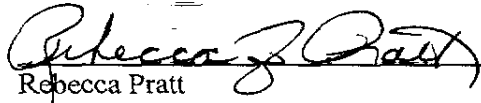

Tammie Penna

STATE OF FLORIDA
COUNTY OF HENDRY

Sworn to and subscribed before me by Tammy Penna, this 20th day of November, 2002, who produced a Florida Drivers License as identification.

 Steven Jeffrey Polhemus
My Commission CC874387
Expires September 26, 2003


NOTARY PUBLIC
My Commission Expires:


Rebecca Pratt

STATE OF FLORIDA
COUNTY OF HENDRY

Sworn to and subscribed before me by Rebecca Pratt, this

15th day of November, 2002,

 Steven Jeffrey Polhemus
My Commission CC874387
Expires September 26, 2002


NOTARY PUBLIC
My Commission Expires:

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the Provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: HENDRY LABELLE BMX, Inc., a Florida not-for-profit corporation.
2. The name and address of the registered agent and office is:

Steven J. Polhemus
155 N. Bridge St.
LaBelle, Florida 33935

Steven J. Polhemus
Registered Agent

11-15
Date

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, 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.

Steven J. Polhemus

Date

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TALLAHASSEE, FLORIDA