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FLORIDA PROFIT/NON PROFIT CORPORATION

NASCAR HISTORY AND ARCHIVES, INC.

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ARTICLES OF INCORPORATION
OF
NASCAR History and Archives, Inc.

In compliance with Chapter 617, F.S., (Not for Profit Corporation).

ARTICLE I
NAME

The name of the corporation shall be NASCAR History and Archives, Inc.

ARTICLE II
PRINCIPAL OFFICE

The principal street address and mailing address is 1801 West International Speedway Boulevard, Daytona Beach, Florida 32114.

ARTICLE III
PURPOSE

The Corporation is organized and shall be operated exclusively for charitable and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended. More particularly, but without limitation, the purposes of the Corporation are:

(a) To collect and hold racing memorabilia, historical material and related artifacts of stock car racing for preservation and display to the general public and to archive historical elements of stock car racing for education and for future generations.

(b) To collect, preserve and maintain books, printed matter, films, photographs, videos, posters, artwork, collectables and other material in order to preserve for posterity the historical, cultural and artistic heritage of stock car racing in the United States.

(c) To collaborate or cooperate with other non-profit, educational institutions in programs or research projects which further the purposes of this corporation.

(d) To make distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended.

(e) This Corporation is also organized to promote, encourage, and foster any other similar charitable and educational activities, and to engage in any and all lawful activities incidental to the foregoing purposes, except as restricted herein. Said powers shall include, but not be limited to, the power to sue and be sued; the power to enter into contracts; the right to receive property by device or bequest, subject to the laws regulating the transfer of property by Will, and otherwise acquiring and hold all property, real or personal, including shares of stock,

bonds and securities of other corporations; to convey, exchange, lease, mortgage, encumber, transfer upon trust or otherwise dispose of any or property, real or personal; the power to borrow money, contract debts and issue bonds, notes and debentures and to secure payment in performance of its obligations; provided, however, that the Corporation shall not, except to an insubstantial degree, engage in any activity or exercise any powers that are not in furtherance of the primary purpose(s) of the Corporation.

ARTICLE IV REGISTERED AGENT AND OFFICE

The registered office of this Corporation and its registered agent to accept service of process within the State of Florida is W. Garrett Crotty, 1801 West International Speedway Boulevard, Daytona Beach, Florida 32114.

ARTICLE V MEMBERSHIP

The Corporation shall not have members save and except the members of the Board of Directors.

ARTICLE VI RESTRICTIONS AND REQUIREMENTS

No part of the net earnings of the Corporation shall inure to the benefit of any member, Director, officer of the Corporation, or any private individual (except that reasonable compensation may be paid for services rendered to or for the Corporation affecting one or more of its purposes), and no member, Director, officer of the Corporation, or any private individual shall be entitled to share in the distribution of any of the corporate assets upon dissolution of the Corporation. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in or intervene in (including the publication or distribution of statements) any political campaign on behalf of any candidate for public office.

Notwithstanding any other provision of these Articles, the Corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code and its Regulations as they now exist or as they may hereafter be amended, or by an organization, contributions to which are deductible under Section 170(e)(2) of such Code and Regulations as they now exist or as they may hereafter be amended.

ARTICLE VII INCORPORATOR

The name and address of the incorporator is Karen Lestzow, Esq., 1801 West International Speedway Boulevard, Daytona Beach, FL 32114.

ARTICLE VIII
INITIAL BOARD OF DIRECTORS

The affairs, property and business of the Corporation shall be managed and controlled by a Board of Directors consisting of the number of Directors determined by the Bylaws, but not less than three Directors, and initially consisting of the following three initial Directors. Directors shall be elected annually at the annual meeting of the Board of Directors by majority vote of the Directors presently in office.

The qualifications, duties, terms, and other matters relating to the Board of Directors of the Corporation shall be provided in the Bylaws. The Board of Directors may vest management responsibility for selected matters in committees, officers, offices, and employees of the Corporation, as deemed appropriate from time to time.

The Initial Directors are:

Michael G. Helton
R. Todd Wilson
Jennifer France Bates

ARTICLE IX
LIMITATION OF LIABILITY OF DIRECTORS

A Director is not liable to the Corporation for monetary damages for an act or omission in the Director's capacity as director except to the extent otherwise provided by a statute of the State of Florida.

ARTICLE X
AMENDMENTS

The Board of Directors of this Corporation shall make, adopt, alter, amend and repeal such Bylaws of the Corporation for the conduct of the business of the Corporation and the carrying out of its purposes as such Directors may deem necessary from time to time. The Bylaws may be altered, amended or repealed at any meeting of the Board of Directors of the Corporation in the manner provided in the Bylaws.


ARTICLE XI
INDEMNIFICATION

The Corporation shall defend, indemnify and hold harmless, every registered agent, director or officer and his or her heirs, personal representatives and administrators against liability and against expenses reasonably incurred by him or her in connection with any action, suit or proceeding to which he or she may be made a party by reason of his or her having been a director or officer of this Corporation, except in relation to matters as to which he or she shall be finally adjudged in such action, suit or proceeding to be liable for willful misconduct. The foregoing rights shall be exclusive of other rights to which he or she may be entitled.

ARTICLE XII
DISSOLUTION

Upon the dissolution of the Corporation or the winding up of its affairs, the assets of the Corporation remaining after payment of all costs and expenses of such dissolution shall be distributed exclusively to charitable, religious, scientific, literary, or educational organizations which would then qualify under the provisions of Section 501(c)(3) of the Internal Revenue Code and its Regulations as they now exist or as they may hereafter be amended, and none of the assets will be distributed to any member, officer or director of the Corporation or to any private individual.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on this 16th day of September, 2008.


Karen Leetzow

Having been named as Registered Agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as Registered Agent and agree to act in this capacity.

Dated this 16th day of September, 2008.


W. Garrett Crotty, Registered Agent