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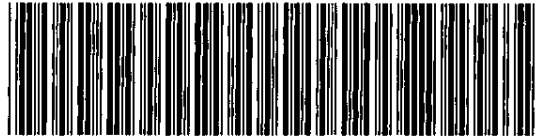
(Business Entity Name)

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Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

B. McKnight JAN 13 2009

## COVER LETTER

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

SUBJECT: KARTING 4 KIDS, INC.  
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an original and one(1) copy of the Articles of Incorporation and a check for :

☐ \$70.00  
Filing Fee

☐ \$78.75  
Filing Fee &  
Certificate of  
Status

☐ \$78.75  
Filing Fee  
& Certified Copy

☒ \$87.50  
Filing Fee,  
Certified Copy  
& Certificate

ADDITIONAL COPY REQUIRED

FROM: EMILIO J. VAZQUEZ  
Name (Printed or typed)

2925 SALZEND ST., SUITE 1-C  
Address

CORAL GABLES, FL 33134  
City, State & Zip

305-347-9159  
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

**ARTICLES OF INCORPORATION  
OF  
KARTING 4 KIDS, INC.**

The undersigned incorporator to these Articles of Incorporation, a natural person competent to contract, hereby forms a nonprofit corporation under Florida Statutes Chapter 617 and adopts the following Articles of Incorporation for such nonprofit corporation:

**ARTICLE ONE  
NAME AND PRINCIPAL ADDRESS OF CORPORATION**

The name of this Florida Not for Profit Corporation is Karting 4 Kids, Inc. (Corporation). The principal place of operation and mailing address of the corporation is 2925 Salzedo Street, Suite 1-C, Coral Gables, FL 33134.

**ARTICLE TWO  
NOT FOR PROFIT**

This Corporation is a nonprofit corporation under the laws of the State of Florida. The Corporation is not formed for pecuniary profit. No part of the income or assets of the Corporation are distributable to or for the benefit of its Directors or Officers, except to the extent permissible under law.

**ARTICLE THREE  
DURATION**

The duration of the Corporation shall be perpetual.

**ARTICLE FOUR  
PURPOSE**

The Corporation is organized, and shall be operated exclusively for the following purposes:

- A. To provide services to minority children and teenagers in the community to further their professional development and interest in motor sports. The services include, but are not limited to educational opportunities, scholarships, sporting events and hands on experiences which create a greater appreciation of the motor sports industry as a whole.
- B. To exercise all rights and powers conferred by the laws of the State of Florida upon nonprofit corporations, including without limiting the

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TALLAHASSEE, FLORIDA

generality of the foregoing, to acquire by bequest, devise, gift, purchase, lease or otherwise and property of any sort of nature without limitation as to its amount or value, and to hold, invest, reinvest, manage, use, apply, employ, sell, expand, disburse, lease, mortgage, convey, option, donate or otherwise dispose of such property and the income, principal and proceeds of such property, for any of the purposes set forth herein.

- C. To do such other things as are incidental to the purpose of the Corporation or necessary or desirable in order to accomplish them.
- D. Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of the Section 501(c)(3) of the Internal Revenue Code, or corresponding Section of any future Federal Tax Code, or shall be distributed to the Federal Government, or to a State or Local Government, for a public purpose. Any such asset not so disposed shall be disposed of by the Circuit Court in and for Miami-Dade County, Florida or to such organization or organizations, as said Court shall determine which are organized and operated exclusively for such purposes.
- E. Said corporation is organized exclusively for charitable purposes within the meaning of the current Section 501(c)(3) of the Internal Revenue Code and its applicable regulations, including for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future Federal Tax Code.

#### ARTICLE FIVE LIMITATIONS

No part of the net earnings of the Corporation shall inure to the benefit of or be distributable to its Directors or Officers. However, the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article Four (Purposes) hereof.

**ARTICLE SIX**  
**DIRECTORSHIPS**

The qualifications for Directors and the method of their election shall be regulated by the Bylaws of the Corporation.

**ARTICLE SEVEN**  
**INITIAL REGISTERED OFFICE AND AGENT**

The name and street address of the registered agent of the corporation is: Emilio J. Vazquez, 2925 Salzedo Street, Suite 1-C, Coral Gables, Florida 33134.

**ARTICLE EIGHT**  
**INITIAL BOARD OF DIRECTORS**

The management of the Corporation shall be vested in the Board of Directors. The number of Directors constituting the initial Board of Directors is three. The number of Directors may be increased or decreased from time to time in accordance with the Bylaws, but shall never be less than two. The Bylaws may provide for ex officio and honorary Directors, and their rights and privileges. The name and address of each initial Director of the Corporation is as follows:

Emilio J. Vazquez, 2925 Salzedo St., Ste. 1-C, Coral Gables, FL 33134  
Ana-Karyna Vazquez, 2925 Salzedo St., Ste. 1-C, Coral Gables, FL 33134  
Emilio Vazquez Sr., 2925 Salzedo St., Ste. 1-C, Coral Gables, FL 33134

**ARTICLE NINE**  
**OFFICERS**

The names, addresses and positions of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

President: Emilio J. Vazquez  
2925 Salzedo Street, Ste. 1-C, Coral Gables, FL 33134

Secretary: Ana-Karyna Vazquez  
2925 Salzedo Street, Ste. 1-C, Coral Gables, FL 33134

Treasurer: Emilio Vazquez Sr.  
2925 Salzedo Street, Ste. 1-C, Coral Gables, FL 33134

**ARTICLE TEN**  
**INCORPORATOR**

The name and address of the incorporator is Emilio J. Vazquez, 2925 Salzedo Street, Suite 1-C, Coral Gables, FL 33134.

**ARTICLE ELEVEN**  
**BYLAWS**

The Bylaws of the Corporation are to be made and adopted by the Board of Directors. The power to adopt, alter, amend and repeal the Bylaws shall be vested in the Board of Directors.

**ARTICLE TWELVE**  
**AMENDMENT**

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and all rights and privileges conferred upon the Directors and Officers are subject to this reservation. The Articles of Incorporation may be amended in accordance with the provisions of the laws of the State of Florida, as amended from time to time, unless more specific provisions for amendments are adopted by the Corporation pursuant to law.

**ARTICLE THIRTEEN**  
**INDEMNIFICATION**

The Corporation shall indemnify each Officer and Director including former Officers and Directors, to the full extent permitted by the laws of the State of Florida.

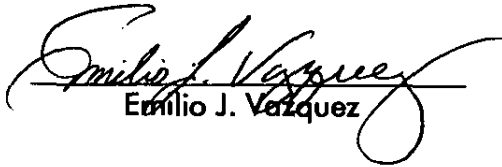
**ARTICLE FOURTEEN**  
**COMMENCEMENT OF THE CORPORATE EXISTENCE**

In accordance with the laws of the State of Florida, the date when corporate existence shall commence is the date of subscription and acknowledgement of these Articles of Incorporation.

**ARTICLE FIFTEEN**  
**NONSTOCK BASIS**

The Corporation is organized on a nonstock basis. This Corporation shall not issue shares of stock.

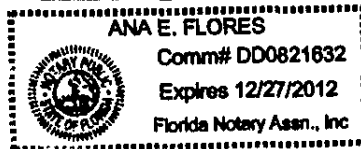
IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal the 7 day of January, 2009.

  
Emilio J. Vazquez

STATE OF FLORIDA  
COUNTY OF MIAMI-DADE

The foregoing instrument was acknowledged before me this 7 day of January, 2009, by Emilio J. Vazquez, who is personally known to me or who has provided \_\_\_\_\_ as identification, and who did take an oath. 06/30/12 EXP-

  
Notary Public Signature



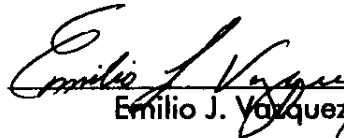
Ana E Flores -  
Notary Public Printed Name  
My Commission Expires: 12/27/12

**CERTIFICATE OF DESIGNATION**  
**OF REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of section 617.0501, 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 Karting 4 Kids, Inc.
2. The name and address of the registered agent and office is: Emilio J. Vazquez, 2925 Salzedo Street, Ste. 1-C, Coral Gables, FL 33134.

Date: January 7, 2009

  
Emilio J. Vazquez

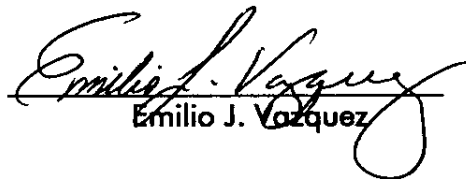
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TALLAHASSEE, FLORIDA

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**ACCEPTANCE**

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE ON BEHALF OF THE ABOVE STATE 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.

Date: January 7, 2009

  
Emilio J. Vazquez

STATE OF FLORIDA  
COUNTY OF MIAMI-DADE

The foregoing instrument was acknowledged before me this 7<sup>th</sup> day of January, 2009, by Emilio J. Vazquez, who is personally known to me or who has provided 6/30/12 EXP as identification, and who did take an oath.



  
Notary Public Signature

Ana E. Flores

Notary Public Printed Name

My Commission Expires. 12/27/12EXP