

Florida Department of State
Division of Corporations
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To:

Division of Corporations
Fax Number : (850) 617-6361

From:

Account Name : CORPDIRECT AGENTS, INC.
Account Number : 110450000714
Phone : (850) 222-1173
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000380.125276

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FLORIDA PROFIT/NON PROFIT CORPORATION
TRACK CLUB MIAMI, INC.

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**ARTICLES OF INCORPORATION
OF
TRACK CLUB MIAMI, INC.,
A FLORIDA CORPORATION NOT FOR PROFIT**

ARTICLE I. NAME

The name of the Corporation shall be **TRACK CLUB MIAMI, INC.** (the "Corporation").

ARTICLE II. PRINCIPAL OFFICE

The principal street address and mailing address of the Corporation is c/o Frank Green, 4790 Bay Point Road, Miami, FL 33137.

ARTICLE III. PURPOSE

The Corporation is organized under the Florida Not for Profit Corporation Act (the "Act") exclusively for social and recreational purposes as defined and limited by Section 501(c)(7) of the Internal Revenue Code of 1986 (or corresponding provision of any future United States Internal Revenue Law) (the "Code").

ARTICLE IV. CHARITABLE LIMITATIONS

No part of the net earnings of the Corporation shall inure to the benefit of or be distributed to any member, director or officer of the Corporation, or to any other private person, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of its purposes as set forth in these Articles of Incorporation.

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 directly or indirectly participate or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provisions of these Articles of Incorporation, the Corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from Federal income taxes under Section 501(c)(7) of the Code, (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Code, or (c) by a public charity as described in Section 509(a)(1) or (2) of the Code.

ARTICLE V. MANNER OF ELECTION

The manner in which the directors are elected or appointed is as set forth in the Bylaws of the Corporation.

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ARTICLE VI. MEMBERS

The Corporation shall have members, the rights and powers of which shall be set forth in the Bylaws of the Corporation, as they may be amended from time to time.

ARTICLE VII. INITIAL DIRECTORS

The names of the initial directors of the Corporation are as follows:

David Afshartous
Frank Green
Daniel Krawiec
Tracy Towle

The address of each of the directors is c/o Frank Green, 4790 Bay Point Road, Miami, FL 33137.

ARTICLE VIII. DISPOSITION OF ASSETS

In the event of the dissolution of the Corporation or in the winding up of its affairs, or other liquidation of its assets, the Corporation's property shall not be conveyed to any organization created or operated for profit or to any individual for less than the fair market value of such property; all assets remaining after all debts and expenses of the Corporation have been paid or provided for shall be conveyed or distributed by the Board of Directors to one or more organizations qualifying for the exemption afforded by Section 501(c)(3) of the Code, as the members may determine. Any such assets not so distributed shall be disposed of pursuant to an order by a court of competent jurisdiction, exclusively for such purposes or to such organization or organizations, as said court shall determine.

ARTICLE IX. INITIAL REGISTERED AGENT AND STREET ADDRESS

The name of the registered agent of the Corporation is David Afshartous and his address is 1541 Brickell Ave, #3703, Miami. FL 33129.

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REGISTERED AGENT ACCEPTANCE

Having been named as registered agent to accept service of process for the above-stated Corporation at the place designated herein, the undersigned does hereby certify that he is familiar with the duties of, and accepts the Corporation's appointment as, registered agent and agrees to act in this capacity.

Date: May 19, 2010



David Afshartous

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From: Ashley Smith

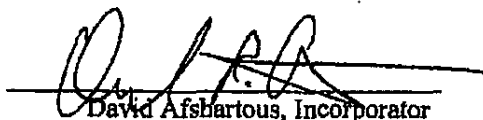
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ARTICLE X. INCORPORATOR

The name and address of the Incorporator is David Afshartous and his address is 1541 Brickell Ave, #3703, Miami. FL 33129.

Date: May 19, 2010


David Afshartous, Incorporator

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