

# IV98000004337

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Michael P. Eddings

Requestor's Name

# 8 Linda Rd

Address

Okeechobee FL 34974

City/State/Zip

Phone #

Office Use Only

**CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):**

1. RACE Team Inc.  
(Corporation Name) (Document #)
2. \_\_\_\_\_  
(Corporation Name) (Document #)
3. \_\_\_\_\_  
(Corporation Name) (Document #)
4. \_\_\_\_\_  
(Corporation Name) (Document #)

☒ Walk in

☐ Pick up time \_\_\_\_\_

☐ Certified Copy

☐ Mail out

☒ Will wait

☐ Photocopy

☐ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input checked="" type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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P. Hall

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Examiner's Initials

# ARTICLES OF INCORPORATION

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The undersigned incorporator, for the purposes of forming a corporation under the Florida Not for Profit Corporation Act, hereby adopt(s) the following Articles of Incorporation:

## ARTICLE I - NAME

The name of the corporation shall be:

R.A.C.E.Team Inc.

## ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

1 Midway Ct, Ocala, FL 34472

## ARTICLE III - PURPOSE(S)

The specific purpose(s) for which the corporation is organized is(are):

The promotion and raising of financial assistance for various charitable organizations, through the use of motor racing, and related events and promotions.

## ARTICLE IV - QUALIFICATIONS OF DIRECTORS

Directors must meet the following qualifications:

Directors may be natural persons who are 18 years of age or older, regardless of their residence, domicile, nationality or citizenship.

## ARTICLE V - MANNER OF ELECTION OF DIRECTORS

The manner in which the directors are elected or appointed is:

The incorporator shall appoint three Directors to serve as initial Directors for a period of one year. Thereafter, Directors will be appointed by a two thirds majority vote of the Board of Directors, annually. The number of Directors may be increased or decreased at any time by a two thirds majority vote by the Board of Directors. In addition, one of the duly appointed Directors shall be appointed as the Chairman of the Board of Directors, by a two thirds majority vote of the Board.

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#### **ARTICLE VI - RESIGNATION OF DIRECTORS**

The manner in which a Director is required to resign is:

A Director may resign at any time by delivering written 30-day notice to the Board or its Chair. The resignation is effective 30 days from the date of delivery. The Board of Directors may fill a pending vacancy before the effective date of the resignation. By resigning, a Director agrees to forfeit any and all claims to any compensation due to them subsequent to that resignation.

#### **ARTICLE VII - REMOVAL OF DIRECTORS**

The manner in which a Director is removed is:

Any Director may be removed from the Board of Directors pursuant to the procedure provided in this article in addition to those set forth in Section 617.0808 of the Florida Not for Profit Corporation Act.

Any Director may be removed from the Board of Directors with or without cause by the vote or agreement in writing of a two thirds majority of the entire Board of Directors.

#### **ARTICLE VIII - QUORUM AND VOTING**

The definition of a Quorum as pertaining to this corporation is:

A quorum of the Board of Directors consists of two thirds of the Board of Directors.

#### **ARTICLE IX - MEMBERS**

The corporation shall have one class of Members, who shall have no voting or other rights except as provided in these Articles, and shall be granted such membership by the vote or written agreement of two thirds of the Board of Directors. Membership shall not be transferrable or assignable, and may be terminated with or without cause by a vote or agreement in writing of a two thirds majority of the Board of directors.

#### **ARTICLE X - QUALIFICATIONS OF MEMBERS**

Members must meet the following qualifications:

Members may be any legal person or organization, regardless of their residence, domicile, nationality, or citizenship.

#### ARTICLE XI - MEMBERS AS DIRECTORS

Any Member of the corporation may serve as a Director without prejudice, and shall by virtue of that Directorship be entitled to all the voting and other rights of any other Director of the Corporation.

#### ARTICLE XII - DISSOLUTION

Requirements for dissolution of the corporation:

The dissolution of the corporation can only be effected by a resolution taken by a vote of two thirds of the Board of Directors. The vote can only be taken at a special meeting called by the Chairman of the Board.

#### ARTICLE XIII - DISTRIBUTION OF ASSETS TO MEMBERS UPON PARTIAL LIQUIDATION

Distribution of assets to Members upon partial liquidation will be as follows:

Upon partial liquidation of the corporation and the affirmative vote or written agreement of two thirds of the Board of Directors, the corporation may make distributions to the members, as permitted by Section 617.0505 of the Florida Not For Profit Corporation Act.

#### ARTICLE XIV - DISTRIBUTION OF ASSETS TO MEMBERS UPON DISSOLUTION OR FINAL LIQUIDATION

Distribution of assets upon dissolution or final liquidation will be as follows:

Upon dissolution of the corporation, distributive rights of Members shall be determined in accordance with the provisions of the Plan of Distribution of Assets, adopted by the vote or written agreement of two thirds of the Board of Directors.

#### ARTICLE XV - AMENDING ARTICLES OF INCORPORATION

Procedure for amending articles of incorporation:

An amendment to the Articles of Incorporation may be adopted at a special meeting of the Board of Directors, called by the Chairman, by a two thirds majority vote of the Directors then in office.

**ARTICLE XVI - INITIAL REGISTERED AGENT AND STREET ADDRESS**

The name and Florida street address of the initial registered agent are:

Michael P. Eddings

8 Linda Rd BHR  
Okeechobee, FL 34974

**ARTICLE XVII - INCORPORATOR**

The name and address of the Incorporator to these Articles of Incorporation are:

Michael P. Eddings

8 Linda Rd BHR  
Okeechobee, FL 34974

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Signature/Incorporator

07/28/98  
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.

  
Signature/Registered Agent

07/28/98  
Date