

NA9900004373
Homestead Miami Speedway Volunteer Assoc., Inc.
Robert Ricker
660 S. E. 4 Avenue
Pompano Beach, Florida 33060
FILED
99 JUL 15 PM 1:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

July 12, 1999

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

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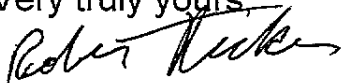
Re: Incorporation of Homestead Miami Speedway Volunteer Assoc., Inc.
A Florida Not for Profit Corporation

Gentlemen:

Enclosed please find an original and one copy of the Articles of Incorporation and Registered Agent Certificate of Designation for Homestead Miami Speedway Volunteer Assoc., Inc., a Florida Not for Profit Corporation. Also enclosed is a check in the amount of \$78.75 payable to the Florida Department of State.

Please file the original and mail a certified copy of the Articles of Incorporation and Registered Agent Certificate back to this office. A stamped, Self-addressed envelope is enclosed for your convenience. Thank You.

Very truly yours,



Robert Ricker

Enclosure: Original and one copy of Articles of Incorporation and
Registered Agent Certificate of Designation
Check, \$78.75
Stamped, self-addressed envelope

PH 7/15/99 ✓

ARTICLES OF INCORPORATION

OF

HOMESTEAD MIAMI SPEEDWAY VOLUNTEER, ASSOC., INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

These Articles of Incorporation are signed by the Incorporator(s) for the purpose of forming a nonprofit corporation pursuant to the provisions of the Florida Not For Profit Corporation Act, F.S. Chapter 617 as amended as follows:

ARTICLE I

Name

The name of the corporation is **Homestead Miami Speedway Volunteer, Assoc., Inc.**

ARTICLE II

Purposes and Powers

The purposes for which the corporation is formed and the powers it may exercise are as follows:

1. To promote and further the enjoyment of automobile racing.
2. To exercise any power which is consistent with the purposes described above and which a not for profit organized under the provisions of the Florida Corporation Not For Profit Corporation Act may exercise, but no other power.

ARTICLE III

Registered Office and Resident Agent

The street address (which is the mailing address) of the corporations initial registered office is 660 S. E. 4 Avenue, Pompano Beach, Florida 33060. The name of the initial resident agent at the registered office is Robert Ricker.

ARTICLE IV

Incorporator

The name and address of the Incorporator(s) are as follows:

Robert Ricker, 660 S. E. 4 Avenue, Pompano Beach, Florida 33060

ARTICLE V

Form of Organization, Assets, and Financing

The corporation is formed on a nonstock, directorship basis:

The corporation possesses the following assets:

Real Property: None

Personal Property: None

The general plan under which the corporation is to be financed is by contributions of funds and property for its purposes as stated in these Articles and for no other purpose.

ARTICLE VI

First Board of Directors

The method of election of directors shall be set forth in the bylaws of the corporation.

The names and addresses of the members of the first Board of directors of the corporation are as follows:

Robert Ricker, 660 S. E. 4 Avenue, Pompano Beach, FL 33060

James Schollmeyer, 12020 S. W. 110 St. Cir.E, Miami, FL 33186

Robert Lightfoot, 29350 S. W. 144 Avenue, Miami, FL 33033

Dennis Marion, 6771 S. W. 11 Street, Pembroke Pines, FL 33023

Fred Fiallo, 8141 S. W. 36 Terrace, Miami, FL 33155

Patricia Ricker, 660 S. E. 4 Avenue, Pompano Beach, FL 33060

Jamie Rodriguez, 16871 S. W. 1 Manor, Pembroke Pines, FL 33027

Lidia Castiallo, 16871 S. W. 1 Manor, Pembroke Pines, FL 33027

ARTICLE VII

Limitation of Volunteer Directors' Liability

A volunteer director shall not be personally liable to the corporation for monetary damages for the breach of the director's fiduciary duty, except that a volunteer director's liability is not limited for:

- (1) a breach of the director's duty of loyalty to the corporation;
- (2) acts or omissions not in good faith of that involve intentional misconduct or a knowing violation of law;
- (3) a violation of F.S. 617.0505 and F.S. 617.0833 of the Florida Not For Profit Corporation Act, which relates to the making of unauthorized distributions or loans;
- (4) a transaction from which the director derived an improper personal benefit; or
- (5) an act or omission that is grossly negligent.

The corporation shall assume all liability to any person other than the corporation for all acts or omissions of a volunteer director incurred in the good faith performance of the volunteer director's duties as such.

If, after the adoption of this article, the Florida Not For Profit Corporation Act is amended to further eliminate or limit the liability of a volunteer director, then a volunteer director (in addition to the circumstances in which a volunteer director is not personally liable as set forth in the preceding paragraph) shall, to the fullest extent permitted by the Florida Not For Profit Corporation Act, not be liable to the corporation, as so amended. No amendment to or alteration, modification or repeal of this article shall increase to liability of alleged liability of any volunteer director of the corporation for or with respect to any acts or omissions of such director occurring prior to such amendment, alteration, modification or repeal.

ARTICLE VIII

Indemnification of Directors and Officers

The corporation may indemnify its present and past directors, officers, employees and agents, and such other persons as it shall have power to indemnify, to the fullest extent permitted under the laws of the State of Florida as they now exist or may hereafter be amended, but subject to any limitations provided in the corporation's bylaws.

ARTICLE IX

Amendments

The corporation may amend or repeal any provision contained in these Articles of Incorporation and add additional articles in the manner prescribed by statute.

In witness whereof, the undersigned have executed these Articles of Incorporation this 12 day of June, 1999.

By 
Robert Ricker

**CIRTFIFICATE DESIGNATING CHANGE OF PLACE OF BUSINESS OR
DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

In pursuance of Chapter 48.091 Florida Statutes, the following is submitted in compliance with said Act:

First, that Homestead Miami Speedway Volunteer Assoc., Inc. is qualified to do business under the laws of the State of Florida with its principal office at 660 S. E. 4 Avenue, Pompano Beach, County of Broward, State of Florida, has appointed Robert Ricker, 660 S. E. 4 Avenue, Pompano Beach, County of Broward, State of Florida, as its agent to accept service of process within this State.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

By: *Robert Ricker*
Robert Ricker, Registered Agent

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