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Willem H. Janse van Rensburg
5209 Tilson, Dr.
New Port Richey, FL 34652

January 23, 2000

Florida Department Of State
Division Of Corporations
126 E. Gaines St.
Tallahassee, FL 32399

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*****75.00 *****75.00

Dear Document Specialist, New Filings Section:

Please find enclosed the Articles Of Incorporation for V & M Racing services, Inc. and a payment for \$78.75 for filing fee and a certification.

Please mail certification to the registered agent at the above address.

Should you have questions regarding this application, please contract me at 727-842-7069, and fax via 727-712-8383.

Sincerely,

Willem H. Janse van Rensburg
REGISTERED AGENT

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

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**ARTICLES OF INCORPORATION
OF
V & M Racing services, Inc.**

ARTICLE I

NAME

The name of this corporation shall be
V & M Racing services Inc.

ARTICLE II

DURATION

The term of existence of this corporation shall be perpetual.

ARTICLE III

PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV

CAPITAL STOCK

This corporation is authorized to issue 7,500 shares at one (\$1.00) Dollar par value common stock, which shall be designated "common shares". The consideration to be paid for each share shall be fixed by the Board of Directors. Common stock of the corporation may be issues as "small business corporation" stock in accordance with a plan or plans under the provisions of Section 1244 of the Internal Revenue Code of 1986.

All voting powers of this corporation shall be vested in the common stock above designated.

ARTICLE V

PREEMPTIVE RIGHTS

Any shareholder, upon the sale, by the corporation, for cash of any new stock of this corporation shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI

PRINCIPAL OFFICE AND REGISTERED AGENT

The street address of the Principal office of this corporation is
5209 Tilson Dr., New Port Richey, FL 34652 and the name of the initial registered agent of this corporation
at that address is Willem H. Janse van Rensburg.

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ARTICLE VII
INITIAL BOARD OF DIRECTORS AND OFFICERS

This corporation shall have (1) director and (2) officers initially. The number of directors and/or officers may be either increased or diminished from time to time by the By-Laws, but shall never have less than one. The name and address of the initial directors and officers of this corporation are:

<u>Name</u>	<u>Address</u>	<u>Office</u>
Willem H. Janse van Rensburg	5209 Tilson, Dr. New Port Richey, FL 34652	Pres/Secy/Director
Mardi Janse van Rensburg	5209 Tilson Dr. New Port Richey, FL 34652	Vice President

ARTICLE VIII
INCORPORATORS

The name and address of the person (s) signing these Articles is:

Willem H. Janse van Rensburg	5209 Tilson, Dr. New Port Richey, FL 34652	Pres/Secy/Director
Mardi Janse van Rensburg	5209 Tilson Dr. New Port Richey, FL 34652	Vice President

ARTICLE IX
BY-LAWS

The Power to adopt, alter, amend, or repeal By-Laws shall be vested in the Board of Directors and the Shareholders.

ARTICLE X
SHAREHOLDER QUORUM AND VOTING

Fifty-one (51%) percent of the shares entitled to vote, represented in person or by proxy, shall constitute a quorum at a meeting of shareholders. If a quorum is present, the affirmative vote of fifty-one (51%) of the shares represented at the meeting and entitled to vote on the subject matter shall be the act of the shareholders.

ARTICLE XI
POWERS

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act and, in addition to and not in limitation thereof, this corporation shall have the power to guarantee the performances of obligations of other persons, partnerships, corporations, or other entities.

ARTICLE XII
INDEMNIFICATION

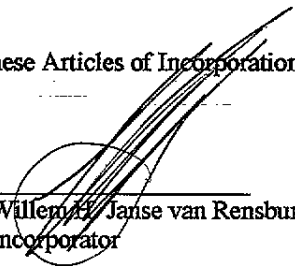
The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE XIII

AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 25 day of JANUARY, 2000.




Willem H. Janse van Rensburg
Incorporator

STATE OF FLORIDA
COUNTY OF PINELLAS

I HEREBY CERTIFY, that on this day personally appeared before me, an officer duly authorized to administer oaths and take acknowledgments, Willem H. Janse van Rensburg, to me personally known to be the

President, as identification and who did take an oath and the acknowledged individual described in and who executed the foregoing instrument or who has produced before me that he executed the same for the purposes therein expressed.

WITNESS my hand and official seal at Clearwater, said County and State, this 25th day of January 2000.



Print Name MARCIA I. KELLY
Notary Public
My Commission Expires: _____

SEAL:



**CERTIFICATE DESIGNATING PLACE OF RESIDENCE
OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

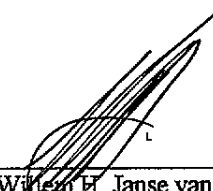
In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

First – That **V & M Racing services, Inc.** desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, in the City of

Clearwater, County of Pinellas, State of Florida, has named Willem H. Janse van Rensburg located 5209 Tilson Dr. New Port Richey, FL 34652 as its agent to accept service of process within this state.

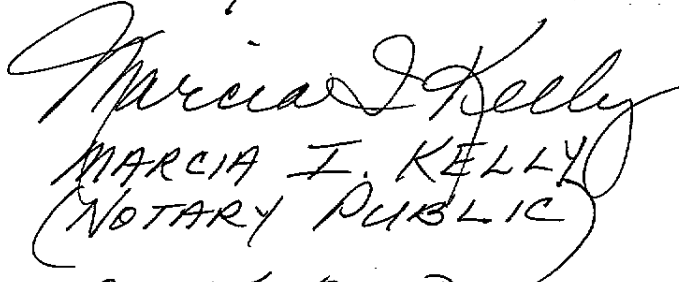
ACKNOWLEDGMENT

Having been named to accept service of process for the above-stated corporation, at the 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.



Willem H. Janse van Rensburg
Registered Agent

STATE OF FLORIDA
COUNTY OF PINELLAS


MARCIA I. KELLY
(NOTARY PUBLIC)
01-25-2000



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00 JAN 31 AM 10:16
SECRETARY OF STATE
TALLAHASSEE FLORIDA