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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

TRANSMITTAL LETTER

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

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*****78.75 *****78.75

SUBJECT: Our File No.: 7256-01
Articles of Incorporation
EPIC RACING COMPONENTS, INC.

Dear Sir:

Kindly find enclosed the original and one (1) copy of Articles of Incorporation for EPIC RACING COMPONENTS, INC., along with a check in the amount of \$78.75 for filing fee and designation of registered agent. Please return a stamped copy to my office in the self-addressed stamped envelope provided.

Thank you for your cooperation.

Very truly yours,

Law Offices of
MICHAEL I. SANTUCCI, P.A.

BY:

Michael I. Santucci, Esquire

F. CHESLER

MAR 9 2000

17 February 2000

ARTICLES OF INCORPORATION

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

Epic Racing Components, Inc.

ARTICLE II PRINCIPAL OFFICE

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

4901 North Federal Hwy, Suite 440
Ft. Lauderdale, FL 33308

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: 1000 which shall have a \$1.00 par value

ARTICLE IV PREEMPTIVE RIGHTS

The corporation elects to have preemptive rights.

ARTICLE V RESTRICTIONS ON TRANSFER OF SHARES

No shares shall be issued or transferred without the express approval of the board of directors.

17 February 2000

ARTICLE VI BOARD OF DIRECTORS

The number of directors constituting the initial board of directors shall be 2 and the name and addresses of the person who are to serve as directors until the first annual meeting of the shareholders or until his successors are elected and qualified are:

ROBERT JOHN ZAMMETTI
1824 Corte Amarillo
Oceanside, CA 92056

WILLIAM MICHAEL BAKER
6029 Paseo Hermosa
Carlsbad, CA 92009

ARTICLE VII OFFICERS

The name(s) and addresses of the initial officers who is/are to serve as officers until the first annual meeting of the shareholders or until his successors are elected and qualified is/are:

Pres: Michael John Zammetti
1824 Corte Amarillo
Oceanside, CA 92056

Vice Pres: William Michael Baker
6029 Paseo Hermosa
Carlsbad, CA 92009

Secretary: Michael John Zammetti
1824 Corte Amarillo
Oceanside, CA 92056

Treasurer: William Michael Baker
6029 Paseo Hermosa
Carlsbad, CA 92009

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VIII INITIAL REGISTERED AGENT/ADDRESS

The name and address of the initial registered agent is:

MICHAEL I. SANTUCCI, P.A.
4901 North Federal Hwy, Suite 440
Ft. Lauderdale, FL 33308

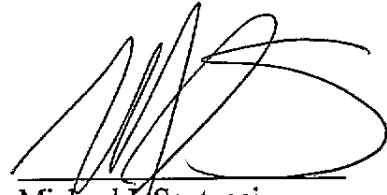
17 February 2000

ARTICLE IX INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

MICHAEL I. SANTUCCI, P.A.
4901 North Federal Hwy, Suite 440
Ft. Lauderdale, FL 33308

The undersigned incorporator has executed these Articles of Incorporation this 21st day of February, 2000.



Michael I. Santucci

17 February 2000

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT

PURSUANT TO FL. STAT. 607.0501, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is

Epic Racing Components, Inc.

2. The name and address of the registered agent is:

MICHAEL I. SANTUCCI, P.A.
Nations Bank Building
4901 N. Federal Highway
Suite 440
Ft. Lauderdale, Florida 33308

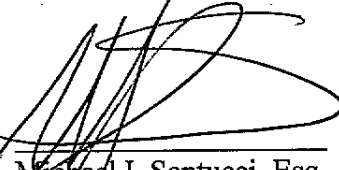
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

HAVING BEEN NAMED AS REGISTERED AGENT 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.

Date:

2/21/00

By:


Michael I. Santucci, Esq.