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Florida Department of State
Division of Corporations
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Account Name : THE DIVORCE & BANKRUPTCY CENTER
Account Number : I19990000220
Phone : (954) 946-4774
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FLORIDA PROFIT CORPORATION OR P.A.

Henderson Motorsports, Inc.

Certificate of Status	0
Certified Copy	0
Page Count	014
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W-8353

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**ARTICLES OF INCORPORATION
OF
HENDERSON MOTORSPORTS, INC.**

ARTICLE I. CORPORATE NAME

The name of this corporation is Henderson Motorsports, Inc..

ARTICLE II. PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation is 208 SE 3rd Street, Delray Beach, FL 33482.

ARTICLE III. CAPITAL STOCK

The maximum number of shares this corporation is authorized to issue is 1,000, all of which shall be common shares. All common shares shall be identical with each other in every respect and the holders thereof shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

ARTICLE IV. INITIAL REGISTERED AGENT AND OFFICE

The name and address of the initial registered agent are William L. Henderson, 208 SE 3rd Street, Delray Beach, Florida 33482.

ARTICLE V. INCORPORATORS

The name and street address of the incorporator of these articles of incorporation is:

Name
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Address

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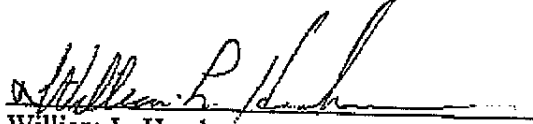
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William L. Henderson

208 SE 3rd Street

Delray Beach, Fl 33482

The undersigned has executed these articles of incorporation on March 28, 2000.



William L. Henderson

Incorporator

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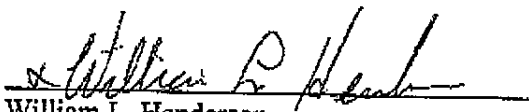
**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF F.S. 607.0501, THE UNDERSIGNED CORPORATION,
ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE
FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED
AGENT IN THE STATE OF FLORIDA.

1. The name of the corporation is: Henderson Motorsports, Inc.
2. The name and address of the registered agent and office is:

William L. Henderson
208 SE 3rd Street
Delray Beach, Florida 33482

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.


William L. Henderson

March 28, 2000

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