

P000000062960

Simple Solutions, Inc.

An Independent Certified Paralegal Service

FILED

JUN 26 PM 2: 47

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
Telephone: (813) 949-8451

Hilda Oakes, CLA  
21637 Southwood Drive  
Lutz, Florida 33549

June 22, 2000

900003204619--5  
-06/26/00--01107--019  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Department of State  
Corporate Records Bureau  
Post Office Box 6327  
Tallahassee, Florida 32301

Re: T & S MOTOR SPORTS, INC.

Gentlemen:

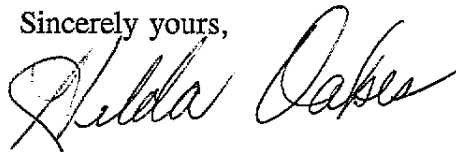
Enclosed please find original and one copy of Articles of Incorporation for the above-referenced corporation. Also enclosed is check in the sum of \$78.75, representing the following fees:

Filing fee	\$35.00
Registered Agent fee	35.00
Certified Copy	<u>8.75</u>
	\$78.75

Please file the original of the enclosed Articles of Incorporation and return a certified copy of the Articles to the address shown above.

Thank you for your assistance.

Sincerely yours,

  
HILDA OAKES

HO/  
Encls.  
c - Mr. Antonio Pineiro

PH 6/26/00

**ARTICLES OF INCORPORATION**  
**OF**  
**T & S MOTOR SPORTS, INC.**

---

FILED  
00 JUN 26 PM 2:47  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

I, the undersigned incorporator, hereby make, subscribe, acknowledge and file with the Secretary of State of the State of Florida these Articles of Incorporation, for the purpose of forming a corporation for profit in accordance with Chapter 607, Florida Statutes, General Corporation Act of the State of Florida.

ARTICLE ONE

Name of Corporation

The name of this corporation shall be:

**T & S MOTOR SPORTS, INC.**

ARTICLE TWO

Existence of Corporation

This corporation shall commence existence on the date of filing and shall exist perpetually thereafter unless dissolved according to law.

ARTICLE THREE

Purpose

The corporation may engage in the transaction of any or all lawful business for which corporations may be incorporated under the laws of the State of Florida.

## ARTICLE FOUR

### Capital Stock

The aggregate number of shares of stock that this corporation is authorized to issue is ten thousand (10,000) shares, all of which shall be common shares with a par value of one dollar (\$1.00) per share. Each of said shares of stock shall entitle the holder thereof to one (1) vote at any meeting of the stockholders. All or any part of said capital stock may be paid for in cash, in property, or in labor or services at a fair valuation to be fixed by the Board of Directors at a meeting called for such purposes. All stock when issued shall be paid for and shall be nonassessable.

## ARTICLE FIVE

### Preemptive Rights

Each shareholder, upon the sale for cash by this corporation of any shares of new capital stock of the same kind, class, or series, as that which the shareholder already holds, shall have the preemptive right to purchase a pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which such shares are offered to others.

## ARTICLE SIX

### Transfer Restrictions

No shareholder shall have the right to sell, assign, pledge, encumber, transfer, or otherwise dispose of any shares of the capital stock of this corporation at the net asset value thereof. Such offer shall be in writing, signed by the shareholder, sent by registered or certified mail to the corporation at its registered office address, and open for acceptance by this corporation for a period of fifteen (15) days from the date of mailing. If this corporation fails or refuses, within such period, to make satisfactory arrangements for the purchase of such shares, the shareholder shall have the right to dispose of such shares without any further restrictions.

On the death of any shareholder, this corporation shall have the right to purchase any shares of the capital stock of this corporation owned by the shareholder immediately prior to the shareholder's death, on the terms set forth above, and this provision shall be binding upon the personal representative of the shareholder.

Each stock certificate issued by this corporation shall carry the following:

"These shares are held subject to certain transfer restrictions imposed by this Corporation's Articles of Incorporation, a copy of which is on file at this Corporation's principal office."

#### ARTICLE SEVEN

##### Initial Registered Office and Registered Agent

The name and address of the initial registered agent and the principal office of this corporation is as follows:

<u>Name</u>	<u>Address</u>
Antonio Pineiro	3922 Fox Ridge Boulevard Wesley Chapel, Florida 33543
Principal Office	3922 Fox Ridge Boulevard Wesley Chapel, Florida 33543

The Board of Directors may, from time to time, move the location of the registered office to any other address in Florida, and may, from time to time, change the registered agent of the corporation.

#### ARTICLE EIGHT

##### Initial Board of Directors

The number of Directors of this corporation's initial Board of Directors shall be two (2). The number of Directors may be increased or diminished from time to time in the manner determined by the By-Laws, but shall never be less than one (1).

## ARTICLE NINE

### Initial Board of Directors

The initial Board of Directors shall consist of two (2) members, who shall serve until the first annual meeting, or until their successors have been elected and qualified. The names and addresses of the initial Board of Directors are as follows:

<u>Name</u>	<u>Address</u>
Antonio Pineiro	3922 Fox Ridge Boulevard Wesley Chapel, Florida 33543
Stephen Brannack	3801 Durant Road Valrico, Florida 33594

## ARTICLE TEN

The name and street address of the incorporator of this corporation is as follows:

<u>Name</u>	<u>Address</u>
Antonio Pineiro	3922 Fox Ridge Boulevard Wesley Chapel, Florida 33543

## ARTICLE ELEVEN

### Amendment to Articles of Incorporation


The corporation reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Incorporation in the manner now or hereafter prescribed by statute, and all rights conferred upon the stockholders herein are subject to this reservation.

  
ANTONIO PINEIRO

STATE OF FLORIDA     )  
                                      )  
COUNTY OF PASCO     )

BEFORE ME, the undersigned authority, an officer duly qualified to take acknowledgments, personally appeared Antonio Pineiro, to me known to be the person described in and who signed the foregoing Articles of Incorporation, and he acknowledged before me that he executed the same for the uses and purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal this 23<sup>rd</sup>  
day of June, 2000.

Hilda H. Oakes  
Notary Public, State of Florida  


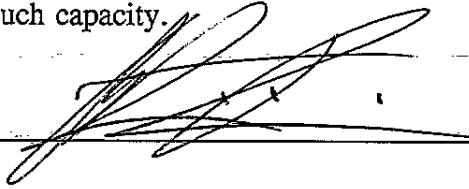
(Print, Type or Stamp Commissioned Name of  
Notary Public)

Personally Known ☐ OR Produced Identification ☒

Type of Identification Produced Fl. Drivers License

ACCEPTANCE BY REGISTERED AGENT

Antonio Pineiro, having been designated to act as the registered agent of **T & S MOTOR  
SPORTS, INC.**, hereby agrees to act in such capacity.



Date: 6-10-00

FILED  
00 JUN 26 PM 2:47  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA