

P01 000010681

ARNSTEIN & LEHR

515 NORTH FLAGLER DRIVE - SUITE 600  
WEST PALM BEACH, FLORIDA 33401-4323

(561) 833-9800

FAX (561) 655-5551  
FOUNDED 1893

BOCA RATON, FLORIDA

CHICAGO, ILLINOIS

HOFFMAN ESTATES, ILLINOIS

MILWAUKEE, WISCONSIN

Brian J. Cooke

January 9, 2001

Corporate Records Bureau  
Division of Corporations  
Department of State  
409 East Gaines Street  
Tallahassee, FL 32399

400003535774--4  
-01/12/01--01064--002  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Re: Articles of Incorporation of Race Corp.

Ladies and Gentlemen:

Enclosed herewith is an original and one (1) executed copy of the Articles of Incorporation of Race Corp. along with a law firm check in the amount of \$70.00.

Kindly process this matter at your earliest convenience.

Should you have any questions, please feel free to contact me.

Very truly yours,

*Brenda Fenton*

Brenda Fenton  
Legal Assistant

01 JAN 26 PM 2:42  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED

/bf  
Enclosures

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F. GIESSEN JAN 29 2000

W 01 5 1087 ✓



FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

January 16, 2001

ARNSTEIN & LEHR PA  
ATTN: 515 N FLAGLER DR  
SUITE 600  
WEST PALM BEACH, FL 33401-4323

SUBJECT: RACE CORP.  
Ref. Number: W01000001087

We have received your document for RACE CORP. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

**Adding "of Florida" or "Florida" to the end of a name is not acceptable.**

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6904.

Freida Chesser  
Corporate Specialist

Letter Number: 001A00002271

**ARTICLES OF INCORPORATION  
OF  
RACE DESIGN, INC.**

01 JAN 26 PM 2:12  
FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

I, the undersigned Incorporator and Subscriber, being a natural person competent to contract, hereby organize and incorporate under the laws of the State of Florida a corporation for profit as follows:

**ARTICLE I - NAME OF CORPORATION**

The name of this Corporation shall be RACE DESIGN, INC., having as its initial corporate mailing address: 4840 North State Road 7, Apt. 307, Coconut Creek, FL 33067.

**ARTICLE II - DURATION**

This corporation shall be perpetual in existence unless sooner dissolved according to law.

**ARTICLE III - PURPOSE**

This corporation is organized for the purpose of transacting any or all lawful business which corporations may transact pursuant to Chapter 607, Florida Statutes.

**ARTICLE IV - CAPITAL STOCK**

The authorized capital stock of the corporation shall be Two Thousand (2,000) shares common stock.

All of said stock shall be payable in cash, patents, stock, notes, accounts, claims, real estate or other property, or labor or services actually performed for the Corporation at a just valuation to be fixed by the Board of Directors at a meeting called for that purpose. Property, labor or services may be purchased or paid for with the capital stock at a just valuation to be fixed by the Board of Directors at a meeting called for that purpose.

## **ARTICLE V - REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this corporation is 515 North Flagler Drive, Suite 600, West Palm Beach, Florida 33401 and the name of the initial registered agent of this corporation at that address is Brian J. Cooke. This corporation shall have the privilege of having branch offices at other places within or without the State of Florida and within or without the United States of America. This corporation may, at its discretion, at any time, change the address of the principal place of business.

## **ARTICLE VI - INITIAL BOARD OF DIRECTORS**

This corporation shall have an initial Board of Directors of one (1). The number of directors may be either increased or diminished from time to time but the number shall, subject to ARTICLE VIII below, never be less than one (1) nor more than five (5). The name and address of the initial director of this corporation is:

Dennis Gorney  
4840 North State Road 7, Apt. 307  
Coconut Creek, FL 33067

## **ARTICLE VII - INCORPORATOR**

The name and address of the person signing these Articles of Incorporation are:

Brian J. Cooke  
c/o Arnstein & Lehr  
515 North Flagler Drive, Suite 600  
West Palm Beach, FL 33401

## **ARTICLE VIII - MANAGEMENT OF CORPORATION BY STOCKHOLDERS**

Anything to the contrary contained in these Articles of Incorporation notwithstanding, if the Shareholders of this corporation shall so elect, they may exercise all powers and conduct the business and affairs of this corporation in lieu of the Board of Directors.


## ARTICLE IX - AMENDMENT

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

IN WITNESS OF THE FOREGOING, I have hereunto set my hand and seal, this

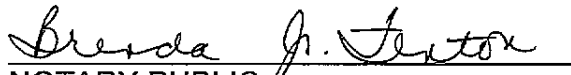
26<sup>th</sup> day of January, 2001.

STATE OF FLORIDA            )  
                                          )SS:  
COUNTY OF PALM BEACH    )

  
Brian J. Cooke

I HEREBY CERTIFY that on this day personally came and appeared before me, the undersigned authority, Brian J. Cooke, to me well known and known to me to be the person named in and who acknowledged to me that he executed the foregoing Articles of Incorporation as a free and voluntary act and deed and for the uses and purposes therein set forth and expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and seal in the County and State aforesaid, this 26<sup>th</sup> day of January, 2001.

  
NOTARY PUBLIC  
Brenda J. Fenton  
(Type or Print Name)  
State of Florida at Large

My Commission expires:  
Commission Number:



Brenda J. Fenton  
MY COMMISSION # CC962138 EXPIRES  
September 3, 2004  
BONDED THRU TROY FARM INSURANCE, INC.

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

\_\_\_\_\_  
In pursuant of Florida Statutes the following is submitted:

First -- That RACE DESIGN, INC., has named Brian J. Cooke, who is located at Arnstein & Lehr, 515 North Flagler Drive, Suite 600, City of West Palm Beach, County of Palm Beach, 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 the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

By: 

Brian J. Cooke

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

01 JAN 26 PM 2:42

FILED