

PO1000023925
D & D Accounting
& Tax Service, Inc.

February 28, 2001

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32312

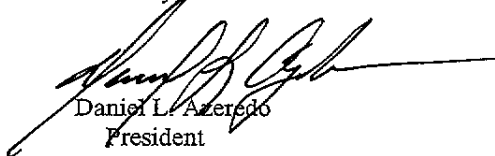
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01 MAR -5 PM 3:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Gentlemen:

This is a new filing for **BODUCK VINTAGE RACING, INC.** The Articles of Incorporation and the required filing fee of \$ 122.50 are included. Please return the Articles to the address in this letter upon completion.

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-03/05/01--01094--006
****122.50 *****78.75

Sincerely,


Daniel L. Azeredo
President

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
BODUCK VINTAGE RACING, INC.**

The undersigned hereby makes, subscribes, acknowledges, and files these Articles of Incorporation for the purpose of forming a Corporation under the Laws of the State of Florida.

**ARTICLE I
NAME**

The name and address of the Corporation shall be:

BODUCK VINTAGE RACING, INC.
6746 WHITE DRIVE
WEST PALM BEACH, FL 33407

**ARTICLE II
DURATION**

This Corporation shall exist in perpetuity.

**ARTICLE III
PURPOSE**

The Corporation is organized for the purpose of engaging in any activity or business permitted under the Laws of the State of Florida or of the United States of America.

**ARTICLE IV
CAPITAL STOCK**

This Corporation is Authorized to issue five hundred (500) Shares of Capital Stock with a par value of One Dollar and no cents (\$1.00) per share.

**ARTICLE V
INITIAL REGISTERED OFFICE AND AGENT**

The street address in this State of the Initial Registered office of the Corporation is 6746 White Drive, West Palm Beach, FL 33407 and the name of the initial registered agent is Benjamin N. Heaton.

ARTICLE VI

INITIAL BOARD OF DIRECTORS

The initial Board of Directors shall consist of one (1) member. The number of Directors may be increased or decreased from time to time by the By-laws but shall never be less than one (1). The names and addresses of the initial Directors are;

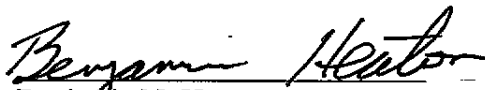
Benjamin N. Heaton
755 Tradewind Drive
North Palm Beach, Florida 33408

ARTICLE VII INCORPORATOR

The name of the person signing these Articles of Incorporation is:

Benjamin N. Heaton
755 Tradewind Drive
North Palm Beach, FL 33408

IN WITNESS WHEREOF, I have made and subscribed these Articles of Incorporation
this 20TH day of FEBRUARY, 2001


Benjamin N. Heaton

STATE OF FLORIDA)
COUNTY OF PALM BEACH)


Before me, the undersigned authority, personally appeared **Benjamin N. Heaton** to me well known and known to me to be the person described in and who executed the foregoing Articles of Incorporation, and he acknowledges to and before me that he executed said Articles of the purpose therein expressed.

WITNESS my Hand and Official Seal this 20TH day of FEBRUARY, 2001


Notary Public, State of Florida

(Seal)

My Commission Expires:

 Daniel L. Azeredo
My Commission CC834078
Expires May 6, 2003

**CERTIFICATE DESIGNATING PLACE OF BUSINESS FOR SERVICE OF
PROCESS WITHIN THE STATE, NAMING AGENT UPON WHOM PROCESS
MAY BE SERVED**

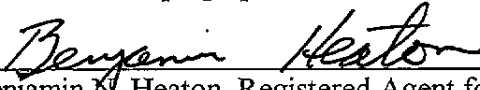
In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

THAT BODUCK VINTAGE RACING, INC. desiring to organize under the laws of the State of Florida, with its principle offices as indicated in the Articles of Incorporation, has named **Benjamin N. Heaton**, Agent to accept service of process within the State of Florida.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated Corporation, at the place designated by 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

February 16, 2001


Benjamin N. Heaton, Registered Agent for
BODUCK VINTAGE RACING, INC.

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TALLAHASSEE, FLORIDA