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Corporation Guarantee and Trust Company

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March 9, 2001

Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

RE: MDW RACING CORPORATION

200003850822--0
-03/13/01--01083--002
*****78.75 *****78.75

Dear Sir or Madam:

Enclosed you will find Articles of Incorporation of the above company for filing with your office.
Also enclosed is our \$78.75 check to cover filing fees.

Please send your usual acknowledgment to this office when the filing process has been completed.

Should you require anything further, please don't hesitate to contact our office.

Cordially yours,



Joseph J. Collopy
Vice-President

01 MAR 13 AM 10:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

JJC/mag

Enclosures

STAMPED ENVELOPE IS ENCLOSED



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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

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

ARTICLE I NAME

The name of the corporation shall be: MDW RACING CORPORATION

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be: 17330 S.W. 61st Court, Ft. Lauderdale, FL 33331.

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: 1,000 shares without par value.

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is: Karla Wolfson, 17330 S.W. 61st Court, Ft. Lauderdale, FL 33331.


ARTICLE V INCORPORATOR(S)

See instructions for officers/directors

The name and street address of the incorporator to these Articles of Incorporation is: Karla Wolfson, 17330 S.W. 61st Court, Ft. Lauderdale, FL 33331.

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this 15th day of MARCH, 2001.

(An additional article must be added if an effective date is requested.)



Signature
KARLA WOLFSON - INCORPORATOR

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, 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: MDW RACING CORPORATION

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

Karla Wolfson
(Name)

17330 S.W. 61st Court
(P.O. Box or Mail Drop Box **NOT** Acceptable)

Ft. Lauderdale, FL 33331
(City/State/Zip)

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.

Karla Wolfson
(Signature)
KARLA WOLFSON

March 1st - 2001
(Date)