

Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

SUBJECT:

Watson Racing Inc.

(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

400003923944--3  
-03/28/01--01059--013  
\*\*\*\*\*87.50 \*\*\*\*\*87.50

Enclosed is an original and one(1) copy of the articles of incorporation and a check for:

☐ \$70.00  
Filing Fee

☐ \$78.75  
Filing Fee  
& Certificate of Status

☐ \$78.75  
Filing Fee  
& Certified Copy

☒ \$87.50  
Filing Fee,  
Certified Copy  
& Certificate of  
Status

ADDITIONAL COPY REQUIRED

FROM:

Thomas A. Watson  
Name (Printed or typed)

3212 Greynolds Ave.  
Address

Spring Hill, Fl. 34608  
City, State & Zip

(352) 279-1232  
Daytime Telephone number

FILED  
01 MAR 28 AM 6:27  
SECRETARY OF STATE  
TALLAHASSEE, FL 09101

NOTE: Please provide the original and one copy of the articles.

4-3-01  
WC

ARTICLES OF INCORPORATION

OF  
Watson Racing Inc.

FILED  
01 MAR 28 AM 6:27  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

I, the undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby form a corporation for profit under the laws of the State of Florida, pursuant to Chapters 607, Florida Statutes, and execute the following:

ARTICLE I. CORPORATE NAME

The name of the Corporation shall be:

Watson Racing Inc.

ARTICLE II. TERM OF EXISTENCE

This Corporation shall have perpetual existence commencing upon the filing of these Articles with the Secretary of State.

ARTICLE III. GENERAL PURPOSES

The purpose of this Corporation is to engage in  
Racing Cars and Related business.  
and any lawful business permitted under the laws of the State of Florida and the United States.

ARTICLE IV. CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any time is ONE HUNDRED ( 100 ) shares of common stock, having a par value of one dollar (1.00) per share.

Authorized stock may be paid for in cash, past services, or property, at a just value to be fixed by the Board of Directors of this Corporation, at any regular or special meeting.

#### ARTICLE V. PREEMPTIVE RIGHTS

The shareholders of the Corporation shall have the preemptive right to acquire pro rata, unissued or treasury shares of the Corporation or securities of the Corporation, convertible into or carrying the right to subscribe to or acquire shares. Such shares or securities may be issued by the Corporation from time to time for money, any property, or past services, in addition to authorized shares, and the preemptive right of any shareholder shall be determined by the ratio shares of which he/she is the holder to all authorized and issued shares. The prices, terms, and conditions therefore shall be fixed by the Board of Directors.

Before publicly or privately selling or offering to sell any additional shares of its common stock, or any stock bonds, debentures or other securities convertible into common stock, the Corporation shall first offer to all of the holders of its common stock the right of purchase a pro rata portion of such common stock or such securities convertible into common stock.

#### ARTICLE VI. REGISTERED OFFICE AND AGENT

The Registered Agent and the street address of the Initial Registered Office of the Corporation shall be:

THOMAS A. WATSON  
3212 GREYNOLDS AVENUE  
SPRING HILL, FLORIDA

NOTE: REGISTERED AGENT  
AND THE CORPORATION  
SHALL HAVE THE SAME  
MAILING ADDRESS

The Board of Directors from time to time may designate any other address and place for the Registered Office to the Corporation.

ARTICLE VII. BOARD OF DIRECTORS

This Corporation shall have 2 Directors initially. The number of Directors may be increased or diminished from time to time by by-laws adopted by the Stockholders, but shall never be less than (1).

ARTICLE VIII. INITIAL DIRECTORS

The names of the initial Directors of this Corporation and their street addresses, are:

Thomas A. Watson  
3212 Greynolds Ave.  
Spring Hill, Fl. 34608

Thomas M. Watson  
13733 Coronado Dr.  
Spring Hill, Fl. 34609

Thomas M. Watson

The persons named as initial Directors shall hold office for the first year of existence of this Corporation or until his or her successor(s) is/are elected or appointed and has/have qualified, whichever occurs first.

ARTICLE IX. INCORPORATORS

The name and street address of the Incorporators of these Articles of Incorporation are:

THOMAS A. WATSON

3212 GREYNOLDS AVENUE

SPRING HILL, FL 34608

ARTICLE X. AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the Stockholders and approved at a Stockholder's meeting by a majority of the stock entitled to vote thereon, unless all the Directors and all the Stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

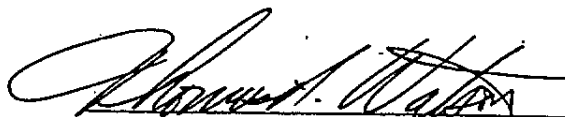
ARTICLE XI. BY-LAWS

The By-Laws shall be made, amended, or rescinded from time to time as therein provided.

ARTICLE XII. RIGHT OF FIRST REFUSAL

The Corporation shall have the right of first refusal to any Shareholder who desires to sell his/her shares or portions thereof, the compensation for which shall be fixed by the Board of Directors.

IN WITNESS WHEREOF, the undersigned Incorporator has  
executed the foregoing Articles of Incorporation this 23rd.  
day of March, 2001



THOMAS A. WATSON  
Incorporator

---

Incorporator

---

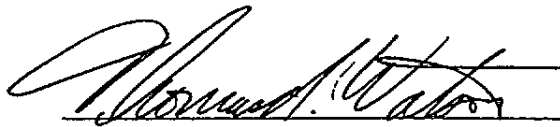
Incorporator

CERTIFICATE DESIGNATING PLACE OF BUSINESS OF  
DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA  
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

FILED  
01 MAR 28 AM 6:27  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

In compliance with Section 48.091, Florida Statutes,  
the following is submitted:

FIRST: That THOMAS A. WATSON,  
desiring to organize or qualify under the laws of the State  
of Florida, with its principal place of business at the City  
of SPRING HILL, State of Florida, has named  
THOMAS A. WATSON, located at 3212 GREYNOLDS  
AVENUE, SPRING HILL, Florida 34608,  
as its agent to accept service of process within Florida.



THOMAS A. WATSON

TITLE: PRESIDENT

DATED: March 23, 2001

Having been named to accept service of process for the  
above stated Corporation, at the place designated in this Cer-  
tificate, I hereby agree to act in this capacity, and I further  
agree to comply with the provision of all statutes relative  
to the proper and complete performance of my duties.

March 23, 2001

DATE



THOMAS A. WATSON