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TRICKEL & LEIGH, P.A.
ATTORNEYS AT LAW

WILLIAM TRICKEL, JR. (1937-1996)
RICHARD A. LEIGH *

*CERTIFIED CIRCUIT CIVIL MEDIATOR

1801 LEE ROAD, SUITE 360
WINTER PARK, FLORIDA 32789-2165
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April 9, 2001
VIA AIRBORNE

FILED
2001 APR 10 PM 1:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

Re: TBS RACING, INC.

500003985315--0
-04/10/01-01067-004
122.50 **78.75

Gentlemen:


I enclose herewith an original and one copy of the Articles of Incorporation for TBS RACING, INC., together with our check in the amount of \$122.50 to cover the following:

1. Filing Articles of Incorporation	\$35.00
2. Certified copy of Articles of Incorporation	52.50
3. Registered Agent Fee	35.00
	<u>\$122.50</u>

Please return the certified copy of the Articles of Incorporation to the undersigned.

Thank you for your cooperation in this matter.

Very truly yours,



RICHARD A. LEIGH

RAL/co
Enclosures
cc: Kenneth McIntyre
Mark McIntyre

4/13/01

ARTICLES OF INCORPORATION
OF

TBS RACING, INC.

ARTICLE I. NAME

The name of this corporation is TBS RACING, INC.

ARTICLE II. PURPOSE

This corporation is organized for general corporate purposes, and for the purpose of transacting any or all lawful business.

ARTICLE III. CAPITAL STOCK

This corporation is authorized to issue ONE THOUSAND (1000) shares of common stock having \$1.00 par value, which shall be designated "Common Stock".

ARTICLE IV. PREEMPTIVE RIGHTS

If the corporation shall offer for sale any shares of stock of the corporation, each shareholder owning shares of stock of the corporation of the same kind, class or series as that which being offered for sale, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE V. PRINCIPAL PLACE OF BUSINESS AND NAME AND

ADDRESS OF RESIDENT AGENT

The street address of the principal place of business of this corporation shall be: 5632 EDGEWATER DRIVE, ORLANDO, FL 32810, and the name and address of the Resident Agent for service of process shall be KENNETH McINTYRE, 1100 SANTA CRUZ WAY, WINTER SPRINGS, FL 32708.

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE VI. INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) directors initially. The number of Directors may be increased or decreased from time to time by the Bylaws. The name and address of the initial Directors of this corporation are:

KENNETH McINTYRE
1100 SANTA CRUZ WAY
WINTER SPRINGS, FL 32708

MARK McINTYRE
1999 MIKLER ROAD
OVIEDO, FL 32810

ARTICLE VII. INCORPORATORS

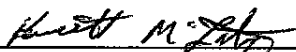
The name and address of the person signing these Articles are:

KENNETH McINTYRE
1100 SANTA CRUZ WAY
WINTER SPRINGS, FL 32708

ARTICLE VIII. COMMENCEMENT OF CORPORATE EXISTENCE

The existence of this corporation shall commence on the filing of the Articles of Incorporation by the Secretary of State and the existence shall be perpetual.

IN WITNESS WHEREOF, the undersigned Subscriber has executed these Articles of Incorporation this 9 day of April, 2001.



KENNETH McINTYRE, INCORPORATOR

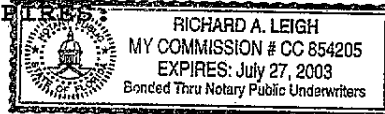
STATE OF FLORIDA
COUNTY OF ORANGE

BEFORE ME, a Notary Public, authorized to take acknowledgments in the State and County set forth above, personally appeared KENNETH McINTYRE, known to me or who provided Florida Drivers License as identification and known by me to be the person who executed the foregoing Articles of Incorporation, and who acknowledged before me that he executed the said Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 9th day of April, 2001.

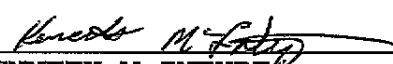

NOTARY PUBLIC

Richard A. Leigh
PRINTED NAME OF NOTARY
MY COMMISSION EXPIRES:



ACCEPTANCE OF DESIGNATION AS RESIDENT AGENT

THE UNDERSIGNED, having been named to accept service of process of TBS RACING, INC. at the place designated in the Articles of Incorporation of said corporation, hereby agrees to act in this capacity, and agrees to comply with the provisions of said Act relative to keeping open said office.


KENNETH McINTYRE
RESIDENT AGENT

2001 APR 10 PM 1:50
SECRETARY OF STATE
TALLAHASSEE FLORIDA

FILED