

TNT Accounting, Inc.

1815 S. W. 6th Avenue
Pompano Beach, FL 33060

Phone (954) 941-7685
Fax (954) 532-1937

P0180000866/3

August 28, 2001

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

100004564511--5
-08/30/01--01071--017
*****70.00 *****70.00

Dear Sirs:

Enclosed are two (2) copies of articles of incorporation of **SCORPION RACING, INC.** the appointment of registered agent for filing purposes.

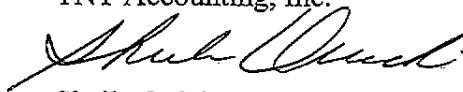
Also, enclosed is a check for \$70.00 to cover charter tax, filing fees, registered agent filing fee. No certified copy is requested at this time.

Thank you for your prompt attention to this matter.

Please remit the approved Articles of Incorporation to the above address.

Sincerely,

TNT Accounting, Inc.



Sheila Quick
President

FILED
01 AUG 30 AM 10:22
SECRETARY OF STATE
TALLAHASSEE, FL 09101

9-4-01
ec

ARTICLES OF INCORPORATION

OF

SCORPION RACING, INC.

FILED
01 AUG 30 AM 10:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The Undersigned, acting as Incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation.

1. The name of the corporation is as follows:

SCORPION RACING, INC.

2. The period of its duration is perpetual.

3. The purpose is to engage in any activities or business permitted under the laws of the United States and the state of Florida.

4. The capital stock authorized, the par value thereof, and the characteristics of such stock shall be as follows: 1,000 share at par value of \$1.00 per share, common stock. All of the stock shall be payable in cash or other property, real or personal, tangible or intangible, or in labor or services actually performed for the corporation, in lieu of cash, at a just valuation to be fixed by the Board of Directors of this corporation.

5. This corporation shall commence to exist on the date which the Articles of Incorporation are filed in the office of the secretary of the State of Florida.

6. The principal office, registered agent, and registered office address is:

**Teresa Stopanio
1815 Southwest 6 Avenue
Pompano Beach, Florida 33060**

7. The number of directors constituting its initial board of Directors is two (2), whose names and addresses are as follows:

**Teresa Stopanio
1815 Southwest 6 Avenue
Pompano Beach, Florida 33060**

**Robert Stopanio
1815 South West 6 Avenue
Pompano Beach, Florida 33060**

8. The name and address of the initial incorporators are as follows:

**Teresa Stopanio
1815 Southwest 6 Avenue
Pompano Beach, Florida 33060**

**Robert Stopanio
1815 South West 6 Avenue
Pompano Beach, Florida 33060**

9. This corporation reserves the right to amend or repeal any provisions contained in these Article of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation".

SIGNED ON THE FOLLOWING DATE: *August 28*, 2001.

Teresa Stopanio
TERESA STOPANIO
Registered Agent

Teresa Stopanio
TERESA STOPANIO
Incorporator

Robert Stopanio
ROBERT STOPANIO
Incorporator

SWORN TO AND SUBSCRIBED

BEFORE ME THIS 28th DAY OF AUGUST, 2001.

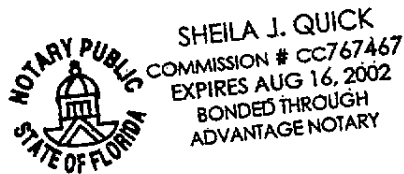
STATE OF FLORIDA

COUNTY OF BROWARD

BEFORE ME, the undersigned authority, duly authorized to administer oaths and take acknowledgments, personally appeared **TERESA STOPANIO** and **ROBERT STOPANIO** who after first being duly sworn, subscribed to the Articles of Incorporation, and they did freely and voluntarily acknowledge before me according to law that they made and subscribed the same for the uses and purposes therein mentioned and set for and furthermore, that the above facts are true and correct to the best of their knowledge and belief of **TERESA STOPANIO** and **ROBERT STOPANIO**.

SWORN TO AND SUBSCRIBED before me this 28 day of AUGUST, 2001.

My Commission Expires:



Sheila J. Quick
NOTARY PUBLIC
STATE OF FLORIDA