

SIR TAX

Accounting, Consulting, IRS Representation, & Strategic Tax Planning.

801 South Federal Highway ♦ Hollywood, FL 33020 ♦ Telephone (954) 922-1903 ♦ Facsimile (954) 926-6770

R. Kevin Cross, E.A.,
♦ - Enrolled Agent, Tax Specialist
Accountant, Financial Counselor.

Of Counsel:
R. Kevin Cross, E.A. -
is enrolled to represent
taxpayers

Steven R. Danielson, M.A.
♦ - M.A. in Mathematics
Staff Accountant, Consultant.

13 September, 2001

EFFECTIVE DATE
09/10/01

Department of State
Division of Corporations
Attn.: New Filings Section
P.O. Box 6327
Tallahassee, Florida 32314

600004593466--2
-09/17/01-01058-018
*****78.75 *****78.75

SUBJECT: Proscia Racing, INC.

Dear Sirs:

Please incorporate the above referenced corporation effective September 7, 2001, and mail filed articles to:

Nick Proscia
1500 South Ocean Drive Suite 3D
Hollywood, FL 33019

Enclosed is an original and one copy of the articles of incorporation and check for \$78.75 (to include the filing fee and a certified copy of the articles).

FILED
01 SEP 17 PM 3:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Thank you for your continued assistance in these matters.

Sincerely,



R. Kevin Cross, E.A.
Accountant & Tax Consultant.

Debbie

AUTHORIZATION BY FINGER TO

Effective date 9/24 added

RKC/Proscia Racing, Inc.
LTCORP.DOC

PS 9/20/01

PS 9/20/01

Member of: National Association of Enrolled Agents ♦ Florida Association of Enrolled Agents

E-Mail Address: sirtax@bellsouth.net

ARTICLES OF INCORPORATION
OF
PROSCIA RACING, INC.

FILED

01 SEP 17 PM 3:55

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

EFFECTIVE DATE

09/10/01

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

ARTICLE I - NAME

The name of the corporation shall be: **Proscia Racing, Inc.**

The principal place of business of this corporation shall be:

1500 South Ocean Drive Suite 3B
Hollywood, FL 33019

ARTICLE II - NATURE OF BUSINESS

This corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

ARTICLE III - CAPITAL STOCK

The aggregate number of shares of stock and its par value that this corporation is authorized to have outstanding at any one time is: One hundred shares common stock at NO par value.

ARTICLE IV - TERM OF EXISTENCE

This corporation is to exist perpetually, effective September 10, 2001.

ARTICLE V - OFFICERS & DIRECTORS

The name and street address of the initial officer and director, if any, who shall hold office the first year of the corporation's existence or until their successor(s) is (are) elected, is:

Nick Proscia

1500 South Ocean Drive Suite3D
Hollywood, FL 33019

ARTICLE VI - INCORPORATOR

The name and street address of the incorporator to these articles of incorporation is:

Nick Proscia

1500 South Ocean Drive Suite3D
Hollywood, FL 33019

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this eighth day of July, 1999.

Signature of Incorporator



STATE OF FLORIDA.
COUNTY OF BROWARD.

CERTIFICATE DESIGNATING REGISTERED AGENT/REGISTERED OFFICE Pursuant to the provisions of the 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.

The name of the corporation is:

PROSIA RACING, INC

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

Nick Proscia
1500 S Ocean Dr, Suite 3D
Hollywood, FL 33019

SIGNATURE



(Corporate Officer)

TITLE: President

DATED: September 7, 2001

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF THE FLORIDA STATUTES.

SIGNATURE



(Registered Agent)

DATED: September 7, 2001

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

01 SEP 17 PM 3:55

FILED