

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

P0200000/0690

M Racing Flix, Inc.

500004831075--4
-01/28/02--01075--005
*****70.00 *****70.00

☒ Art of Inc. File

___ LTD Partnership File

___ Foreign Corp. File

___ L.C. File

___ Fictitious Name File

___ Trade/Service Mark

___ Merger File

___ Art. of Amend. File

___ RA Resignation

___ Dissolution / Withdrawal

___ Annual Report / Reinstatement

___ Cert. Copy

☒ Photo Copy

___ Certificate of Good Standing

___ Certificate of Status

___ Certificate of Fictitious Name

___ Corp Record Search

___ Officer Search

___ Fictitious Search

___ Fictitious Owner Search

___ Vehicle Search

___ Driving Record

___ UCC 1 or 3 File

___ UCC 11 Search

___ UCC 11 Retrieval

Courier

FILED
RECEIVED
02 JAN 28 PM 1:59
02 JAN 28 AM 11:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
DIVISION OF CORPORATION

Signature

Requested by:

Name

Date

Time

W02-2401
J. BRYAN JAN 26 2002
J. BRYAN JAN 30 2002



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

January 28, 2002

CAPITAL CONNECTION, INC.

SUBJECT: M RACING FLIX, INC.
Ref. Number: W02000002401

FILED
02 JAN 28 PM 1:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We have received your document for M RACING FLIX, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent must sign accepting the designation.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6929.

Joey Bryan
Document Specialist
New Filing Section

Letter Number: 602A00004770

RE-SUBMIT
PLEASE OBTAIN THE ORIGINAL
FILE DATE

RECEIVED
02 JAN 30 AM 10:44
DIVISION OF CORPORATION

ARTICLES OF INCORPORATION

OF

M RACING FLIX, INC.

The undersigned subscribers, each a natural person competent to contract, hereby form a corporation under the laws of the State of Florida, and adopt the following Articles of Incorporation:

ARTICLE I - NAME

The name of the corporation shall be M Facing Flix, Inc.

ARTICLE II - PRINCIPAL PLACE OF BUSINESS

The initial principal place of business of this corporation in the State of Florida shall be 1800 West International Speedway Blvd., Bld. 1, Ste. 102, Daytona Beach, FL 32119. The Board of Directors from time to time may move the principal office to any other address in Florida.

ARTICLE III - NATURE OF BUSINESS

The general purposes for which the corporation is organized are:

1. To transact any lawful business for which corporations may be incorporated under the laws of Florida;
2. To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

FILED
02 JAN 28 PM 1:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE IV - CAPITAL STOCK

The maximum number of shares of common stock that this corporation is authorized to have outstanding at any one time is 100 shares, having a par value of \$1.00 per share.

ARTICLE V - REGISTERED AGENT

The name of the initial registered agent of the corporation shall be James L. Rose. The street address of the initial registered office shall be 222 Seabreeze Blvd., Daytona Beach, FL 32118.

ARTICLE VI - INITIAL CAPITAL

The amount of capital with which this corporation will begin business is \$100.00.

ARTICLE VII - TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VIII - DIRECTORS

This corporation shall initially have two Directors. The names and street addresses of the initial members of the Board of Directors are:

<u>Name</u>	<u>Address</u>
Mitch Mentor	1800 West International Speedway Blvd. Bldg. 1, Ste. 102 Daytona Beach, FL 32119
Katie Mentor	1800 West International Speedway Blvd. Bldg. 1, Ste. 102 Daytona Beach, FL 32119

ARTICLE IX - INCORPORATOR

The name and street address of each incorporator to these Articles of Incorporation is:

<u>Name</u>	<u>Address</u>
Mitch Mentor	1800 West International Speedway Blvd. Bldg. 1, Ste. 102 Daytona Beach, FL 32119
Katie Mentor	1800 West International Speedway Blvd. Bldg. 1, Ste. 102 Daytona Beach, FL 32119

ARTICLE X - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholder is subject to this reservation.

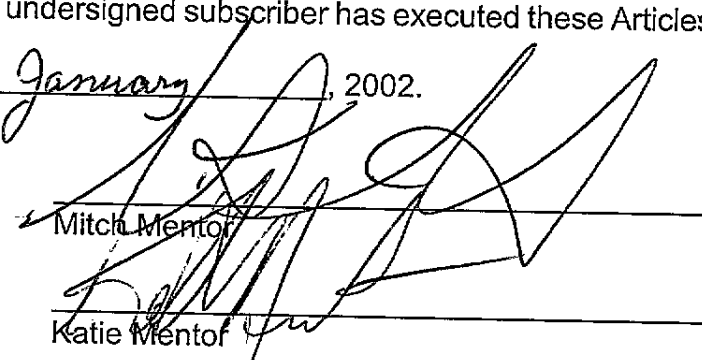
ARTICLE XI - PRE-EMPTIVE RIGHTS

Every stockholder, upon the sale for cash or any new stock of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which it is offered to others; which price, in the case of par value shares, may be in excess of par.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles
of Incorporation this 25th day of January, 2002.



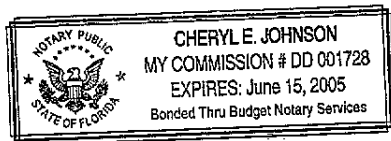
Mitch Mentor

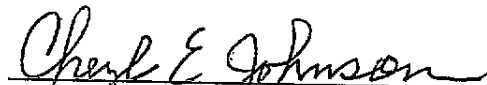


Katie Mentor

STATE OF FLORIDA
COUNTY OF VOLUSIA

The foregoing instrument was acknowledged before me this 25th day of
January, 2002 by MITCH MENTOR and KATIE MENTOR who are personally known to me
and who did take an oath.





Notary Public, State of Florida

Printed Notary Signature
At Large
My Commission Expires:

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

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

That M Racing Flix, Inc., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at the City of Daytona Beach, State of Florida, has named James L. Rose, located at 222 Seabreeze Blvd., City of Daytona Beach, State of Florida, as its Agent to accept service of process within Florida.


(Corporate Officer)

Title: *President*

Date: *01/25/2002*

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.

(Resident Agent)

Date:

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

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

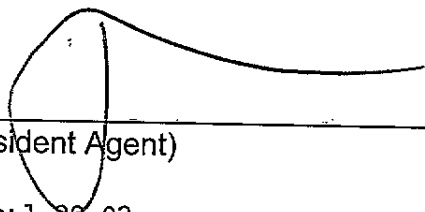
That M Racing Flix, Inc., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at the City of Daytona Beach, State of Florida, has named James L. Rose, located at 222 Seabreeze Blvd., City of Daytona Beach, State of Florida, as its Agent to accept service of process within Florida.

(Corporate Officer)

Title:

Date:

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.



(Resident Agent)

Date: 1-29-02

FILED
02 JAN 28 PM 1:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA