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FILED  
02 JUN 21 PM 1:51  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

June 19, 2002

**PD2000068791**

Department of State  
Division of Corporation  
409 East Gaines Street  
Tallahassee, Florida 32399

300005903043--4  
-06/21/02--01047--001  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

RE: New Corporation Filing

To Whom It May Concern:

Enclosed please find the original and one copy of the Articles of Incorporation for Thunder Cross Motor Sports Complex.Com/Inc. and a check in the amount of \$78.75 representing the filing fee.

Upon receipt, please forward the dated stamped copy directly to our office via the self addressed stamped envelope provided for your convenience.

Should you have any questions or comments, please feel free to contact me.

I look forward to hearing from you. Awaiting your response, I remain,

Very truly yours,

  
Michael K. Spotts, Esquire

MKS/pH

Enclosures

**ARTICLES OF INCORPORATION OF  
THUNDER CROSS MOTOR SPORTS COMPLEX.COM/INC.**

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**ARTICLE I - NAME**

The name of the Corporation is **THUNDER CROSS MOTOR SPORTS COMPLEX.COM/INC.** hereinafter "Corporation".

**ARTICLE II - PURPOSE OF CORPORATION**

The Corporation shall engage in any lawful activity or lawful business permitted under the laws of the United States and of the State of Florida.

**ARTICLE III - PRINCIPAL OFFICE**

The principal office of the Corporation shall be 5651 NE 80<sup>th</sup> Avenue, Okeechobee, Florida, Okeechobee, Florida 34974. The mailing address shall be 300 Colorado Avenue, Suite 204, Stuart, Florida 34994.

**ARTICLE IV - INCORPORATOR**

The name and street address of the incorporator is:

Shellie L. Spotts  
4820 River Oak Lane  
Fort Pierce, Florida 34981

**ARTICLE V - OFFICERS**

The officers of the Corporation are as follows:

President:	Michael K. Spotts
Vice President:	James Swanson
Secretary:	Michael K. Spotts
Treasurer:	Michael K. Spotts

whose address shall be the same as the principal office.

**ARTICLE VI - DIRECTORS**

The Directors of the Corporation shall be:

Michael K. Spotts

Whose address shall be the same as the principal office of the Corporation.

## **ARTICLE VII – CORPORATE CAPITALIZATION**

VII – A        The maximum number of shares that this Corporation is authorized to have outstanding, at any time is one hundred (100) shares of common stock, each share having the par value of one dollar (\$1.00).

VII – B        All holders of shares of common stock shall be identical with each other in every respect and the holders of common shares will be entitled to have unlimited voting rights on all shares and be entitled to one vote for each share on all matter on which Shareholders have the right to vote.

VII – C        All holders of shares of common stock, upon the dissolution of the Corporation, shall be entitled to receive the net assets of the Corporation.

VII – D        No holder of shares of stock of any class shall have any preemptive right to subscribe to or purchase any additional shares of any class, or any bonds or convertible securities of any nature; provided, however, that the Board of Directors may, in authorizing the issuance of shares of stock of any class, confer any preemptive right that the Board of Directors may deem advisable in connection with such issuance.

VII – E        The Board of Directors of the Corporation may authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, or securities convertible into shares of its stock of any class, whether now or hereafter authorized, for such consideration as the Board of Directors may deem advisable, subject to such restrictions or limitations, if any, as may be set forth in the bylaws of the Corporation.

VII – F        The Board of Directors of the Corporation may, by Restated Articles of Incorporation, classify or reclassify any un-issued stock from time to time by setting or changing the preferences, conversions or other rights, voting powers, restrictions, limitations as to dividends, qualifications, or terms or conditions of redemption of the stock.

## **ARTICLE VIII – SHAREHOLDERS; RESTRICTIVE AGREEMENT**

All of the shares of stock of this Corporation may be subjective to a Shareholders' Restrictive Agreement containing numerous restrictions on the rights of shareholders of the Corporation and transferability of the shares of stock of the Corporation. A copy of the Shareholders' Restrictive Agreement, if any, is on file at the principal office of the Corporation.

**ARTICLE IX – POWERS OF CORPORATION**

The Corporation shall have the same powers as an individual to do all things necessary or convenient to carry out its business and affairs, subject to any limitations or restrictions imposed by applicable law or this Articles of Incorporation.

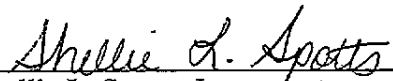
**ARTICLE X – TERMS OF EXISTENCE**

This Corporation shall have perpetual existence.

**ARTICLE XI – REGISTERED OWNERS**

The Corporation, to the extent permitted by law, shall be entitled to treat the person in whose name any share or right is registered on the books of the Corporation as the owner thereto, for all purposes, and except as may be agreed in writing by the Corporation, the Corporation shall not be bound to recognize any equitable or other claim to, or interest in, such share or right on the part of any other person, whether or not the corporation shall have notice thereof.

IN WITNESS WHEREOF, I have hereunto set my hand and seal, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida, this 18, June, 2002.

  
Shellie L. Spotts, Incorporator

**ACCEPTANCE OF REGISTERED AGENT DESIGNATED  
IN ARTICLES OF INCORPORATION**

Michael K. Spotts Law Offices, having a business office identical with the registered office of the Corporation name above, and having been designated as the Registered Agent in the above and foregoing Articles of Incorporation, is familiar with and accepts the obligations of the position of Registered Agent under the applicable provisions of the Florida Statutes.

Michael K. Spotts Law Offices, P.A.  
300 Colorado Avenue, Suite 204  
Stuart, Florida 34994  
(772) 781-7878

  
By: Michael K. Spotts, Esquire