

Winnie & Winnie Attorneys, PA

John S. Winnie, Esq. and Elizabeth A. Winnie

PA2000084099

August 1, 2002

Florida Dept. of State
Corporate Division
PO BOX 6327
Tallahassee, FL 32314

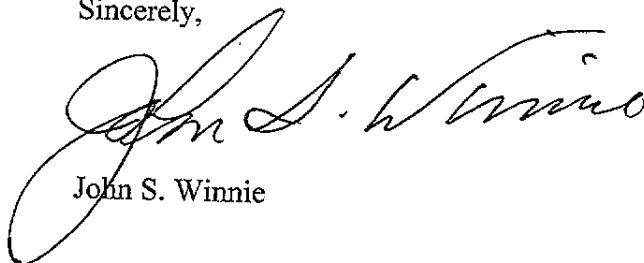
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*****78.75 *****78.75

Dear Sir or Madam;

I enclose herewith a draft in the amount of \$78.75 for the filing of the enclosed articles for Tallon Autosports, Inc.

Please return a certified copy after filing.

Sincerely,


John S. Winnie

FILED
02 AUG -2 AM 9:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SE 8/5
2

ARTICLES OF INCORPORATION

FILED
02 AUG -2 AM 9:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I. Name

The name of the corporation shall be Tallon Autosports, Inc.

ARTICLE II. Principal Office

The principal place of business/ mailing address is 4236 SW 35 Tr., Gainesville, FL 32608.

ARTICLE III. Purpose

The purpose for which the corporation is organized is to conduct any lawful business.

ARTICLE IV. Shares

The number of shares of stock authorized is 100 shares.

ARTICLE V. Initial Directors

John S. Winnie, 3520 NW 43rd St., Gainesville, FL 32606
June Gloria Gilliam, 4636 SW 35th Terrace, Gainesville, FL 32608

ARTICLE VI. Registered Agent

John S. Winnie 3520 N.W. 43rd St. Gainesville, FL 32606

ARTICLE VII. Incorporator

The name and address of the incorporator is: John S. Winnie, 3520 NW 43rd St. Gainesville, FL 32606.

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

John S. Winnie
Signature/ Registered Agent

8/1/02
Date

John S. Winnie
Signature/ Incorporator

8/1/02
Date