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From:

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FLORIDA PROFIT CORPORATION OR P.A.

Racing Dreams, Inc.

Certificate of Status	0
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TALLAHASSEE, FLORIDA

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T-327 P.002/005 F-242

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**ARTICLES OF INCORPORATION
OF
RACING DREAMS, INC.**

The undersigned, a natural person competent to contract, does hereby make, subscribe and file these Articles of Incorporation for the purpose of organizing a corporation under the laws of the State of Florida.

**ARTICLE I
CORPORATE NAME**

The name of this Corporation shall be RACING DREAMS, INC.

**ARTICLE II
PRINCIPAL OFFICE AND MAILING ADDRESS**

The principal office and mailing address of the Corporation is Two South University Drive, Suite 325, Plantation, Florida 33324.

**ARTICLE III
NATURE OF CORPORATE BUSINESS AND POWERS**

The general nature of the business to be transacted by this Corporation shall be to engage in any and all lawful business permitted under the laws of the United States and the State of Florida.

ADAM J. REISS, ESQ. FLA BAR #0182702
Adamo & Yoss, P.A.
350 East Las Olas Boulevard, Suite 1700
Fort Lauderdale, Florida 33301
Phone No.: (954) 763-1200

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**ARTICLE IV
CAPITAL STOCK**

The maximum number of shares that this Corporation shall be authorized to issue and have outstanding at any one time shall be One Thousand (1,000) shares of common stock, \$.0001 par value per share.

**ARTICLE V
TERM OF EXISTENCE**

This Corporation shall have perpetual existence.

**ARTICLE VI
REGISTERED AGENT AND
INITIAL REGISTERED OFFICE IN FLORIDA**

The Registered Agent and the street address of the initial Registered Office of this Corporation in the State of Florida shall be Mark Viner, Two South University Drive, Suite 325, Plantation, Florida 33324.

**ARTICLE VII
BOARD OF DIRECTORS**

The Corporation shall have two (2) directors initially.

**ARTICLE VIII
INITIAL DIRECTORS**

The names and addresses of the initial directors of this Corporation are:

Ross Tannenbaum Two South University Drive, Suite 325
Plantation, FL 33324

----- Sam Battistone Two South University Drive, Suite 325
Plantation, FL 33324

The persons named as initial directors shall hold office for the first year of existence of this Corporation, or until their successors are elected or appointed and have qualified, whichever occurs first.

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**ARTICLE IX
INCORPORATOR**

The name and address of the Incorporator is Mark Viner, South University Drive, Suite 325, Plantation, Florida 33324.

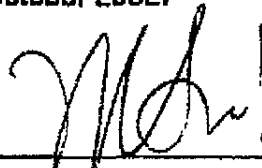
**ARTICLE X
INDEMNIFICATION**

This Corporation may indemnify any director, officer, employee or agent of the Corporation to the fullest extent permitted by Florida law.

**ARTICLE XI
AFFILIATED TRANSACTIONS**

This Corporation expressly elects not to be governed by Section 607.0901 of the Florida Business Corporation Act, as amended from time to time, relating to affiliated transactions.

IN WITNESS WHEREOF, the undersigned Incorporator has executed the foregoing Articles of Incorporation this 20th day of October 2002.



Mark Viner, Incorporator

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**CERTIFICATE DESIGNATING REGISTERED AGENT
AND OFFICE FOR SERVICE OF PROCESS**

RACING DREAMS, INC., a corporation existing under the laws of the State of Florida with its principal office and mailing address at Two South University Drive, Suite 325, Plantation, Florida 33324, has named Mark Viner at Two South University Drive, Suite 325, Plantation, Florida 33324, as its agent to accept service of process within the State of Florida.

ACCEPTANCE:

Having been named to accept service of process for the above named Corporation, at the place designated in this Certificate, I hereby accept the appointment as Registered Agent, and agree to comply with all applicable provisions of law. In addition, I hereby am familiar with and accept the duties and responsibilities as Registered Agent for said Corporation.



Mark Viner

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