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(Requestor's Name)

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(City/State/Zip/Phone #)

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PICK-UP

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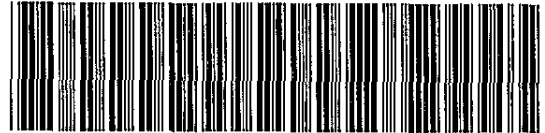
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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02 NOV -7 AM 10:22

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The Legal Center

ATTORNEYS AT LAW

November 4, 2002

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: RPM MOTOR SPORTS OF PINELLAS COUNTY, INC.

Greetings:

Enclosed please find the original and one copy of the Articles of Incorporation for the above-named corporation along with my check to cover the following expenses:

Filing Fee	\$35.00
Certificate of Status	8.75
Registered Agent Fee	<u>35.00</u>
TOTAL	\$78.75

Upon filing, please call this office with date of filing and corporation number. Also, please return the enclosed copy of the articles with your stamp on it showing the filing date.

Cordially yours,

THE LEGAL CENTER

Dolores S. Maralik/ps
Dolores S. Maralik
Attorney

KWD/ps

encls.

ARTICLES OF INCORPORATION
OF

RPM MOTOR SPORTS OF PINELLAS COUNTY, INC.
(A Corporation for Profit)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

These Articles of Incorporation are signed and delivered by the undersigned for the purpose of forming a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of this corporation is:

RPM MOTOR SPORTS OF PINELLAS COUNTY, INC.

ARTICLE II. EXISTENCE

This corporation shall exist perpetually.

ARTICLE III. GENERAL PURPOSES

The general purposes for which this corporation is organized is the transaction of any and all lawful business for which corporations may be incorporated pursuant to Chapter 607, Florida Statutes.

ARTICLE IV. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having a nominal or par value of \$1.00 per share.

ARTICLE V. PRINCIPAL OFFICE

The principal office, if known, or the mailing address of the corporation is:

2794 42nd Ave. N.
St. Petersburg, FL 33714

ARTICLE VI. REGISTERED OFFICE AND AGENT

The name and street address of the initial Registered Agent and office of this corporation is:

Roy L. Nelson
2794 42nd Ave. N.
St. Petersburg, FL 33714

ARTICLE VII. INCORPORATOR

The name(s) and address(es) of the incorporator(s) is/are:

Roy L. Nelson
2794 42nd Ave. N.
St. Petersburg, FL 33714


ARTICLE VIII. MANAGEMENT BY SHAREHOLDERS

The corporation shall not have more than 35 shareholders nor shall it have directors. The business affairs of the corporation and all the corporate powers shall be managed and exercised under the direction and authority of the shareholders.

ARTICLE IX. BY LAWS

The By-Laws, agreements, resolutions, and consents of this corporation as adopted by the shareholders shall govern all matters pertaining to the corporation not otherwise set forth in these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and seal, this 4 day of November, 2002.


ROY L. NELSON Incorporator

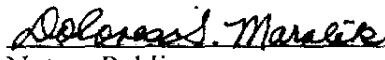
Incorporator

STATE OF FLORIDA
COUNTY OF PINELLAS

The foregoing instrument was acknowledged before me this 4th day of November, 2002, by Roy L. Nelson, who is/are personally known to me or who has/have produced a driver's license as identification.



DOLORES S. MARALIK
Notary Public, State of Florida
My Comm. Expires Nov. 28, 2003
No. CC875272


Notary Public
My Commission Expires:

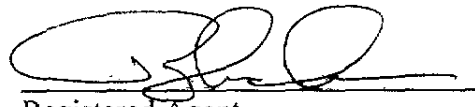
ACCEPTANCE BY REGISTERED AGENT

Having been named as registered agent for RPM MOTOR SPORTS OF PINELLAS
COUNTY, INC.

at the place designated in the foregoing Articles, namely 2794 42nd Ave. N.
St. Petersburg, FL 33714

I HEREBY AGREE to act in this capacity, and to comply with all Florida Statutes relative to the performance of my duties.

Dated this 4th day of November, 2002


Registered Agent
ROY L. NELSON

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA