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Florida Department of State
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FLORIDA PROFIT CORPORATION OR P.A.

Always Positive Racing Inc.

Certificate of Status	1
Certified Copy	0
Page Count	03
Estimated Charge	\$78.75

4-4-03

ARTICLES OF INCORPORATION

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

Always Positive Racing Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

Always Positive Racing Inc.

5959 Golden Eagle Circle

Palm Beach Gardens, FL 33418

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ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

1,500 Shares at No Par Value

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

Jerry L. Smith

5959 Golden Eagle Circle

Palm Beach Gardens, FL 33418

Prepared By:

Bruce B. Hubbard

77 East John St.

Hicksville, New York 11801

1-516-935-3940

ARTICLES V INITIAL OFFICER(S)/DIRECTOR(S)

The name(s) and street address(es) and title(s) to these Articles of Incorporation is(are):

**Jerry L. Smith - President/Secretary
5959 Golden Eagle Circle
Palm Beach Gardens, FL 33418**

**Stephanie A. Smith - Vice President/Treasurer
5959 Golden Eagle Circle
Palm Beach Gardens, FL 33418**

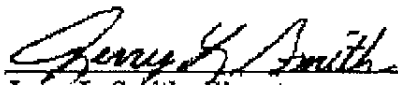
ARTICLES VI INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

**Jerry L. Smith
5959 Golden Eagle Circle
Palm Beach Gardens, FL 33418**

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this

2nd day of April, 2003.


Jerry L. Smith - Signature

CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN THE DESIGNATING THE REGISTERED OFFICE/AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: **Always Positive Racing Inc.**

2. The name and address of the registered agent and office is:

Jerry L. Smith

Name

5959 Golden Eagle Circle

(P.O. Box or Mail Drop Box NOT Acceptable)

Palm Beach Gardens, FL 33418

(City / State / Zip)

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Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all the statutes relating to the proper and complete performance of my duties, and am familiar with and accept the obligations of my position as registered agent.


Jerry L. Smith
SIGNATURE

April 2, 2003

(Date)