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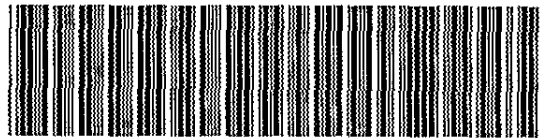
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FILED
03 APR 14 AM 9:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Eddie M. Anderson, P.A.
ATTORNEY AT LAW

152 North Marion Avenue
Post Office Box 1179
Lake City, Florida 32056-1179

Telephone: (386) 754-0771
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April 10, 2003

Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Re: N 2 Deep Motorsports, Inc.

Gentlemen:

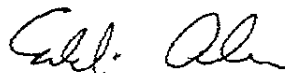
Enclosed please find an original and one copy of the Articles of Incorporation for the above captioned corporation. Also enclosed is a check in the amount of \$78.75 to cover the following:

Filing Fee (Articles of Incorporation)	\$ 35.00
Filing Fee (Registered Agent Designation)	35.00
Certified Copy of Articles	<u>8.75</u>
	\$ 78.75

If you find the enclosed in proper form, we would appreciate your approving, filing the same and returning the certified copy to this office at your earliest convenience.

Thank you for your courtesies.

Sincerely yours,



Eddie M. Anderson

EMA:mv
Enclosures

ARTICLES OF INCORPORATION
OF
N 2 DEEP MOTORSPORTS, INC.

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TALLAHASSEE, FLORIDA

The undersigned incorporator hereby executes and acknowledges these Articles of Incorporation for the purpose of forming a corporation for profit under the Florida General Corporation Act.

ARTICLE I. NAME

The name of the corporation is N 2 DEEP MOTORSPORTS, INC.

ARTICLE II. DURATION

The duration of this corporation is perpetual.

ARTICLE III. PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the laws of the State of Florida.

ARTICLE IV. CAPITAL STOCK

The aggregate number of shares of capital stock authorized to be issued by this corporation shall be 1,500 shares of common stock with a par value of \$1.00 per share.

ARTICLE V. PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock or treasury stock of this corporation of the same kind, class or series as that which he/she already holds, shall have the right to purchase his/her pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI. INITIAL REGISTERED
OFFICE AND INITIAL REGISTERED AGENT

The street address of the initial registered office of this corporation is Route 16, Box 38966, Lake City, Florida 32055, and the name of its initial registered agent at such address is JOSEPH LEWIS RAULERSON. This corporation shall have the right to change

such registered office and such registered agent from time to time, as provided by law. The mailing address of the principal office of the corporation is Route 16, Box 38966, Lake City, Florida 32055.

ARTICLE VII. INITIAL BOARD OF DIRECTORS

The initial Board of Directors shall consist of two members, such members to hold office until their successors have been duly elected and qualified. The name and street address of the initial directors are:

Joseph Lewis Raulerson	Route 16, Box 38966 Lake City, Florida 32008
Steve Irwin Raulerson	Route 16, Box 38383 Lake City, Florida 32055

ARTICLE VIII. INCORPORATOR

The name and street address of the incorporator making these Articles of Incorporation is:

Joseph Lewis Raulerson	Route 16, Box 38966 Lake City, Florida 32055
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ARTICLE IX. TRANSFER OF SHARES

The shareholders may, by agreement, impose any reasonable restraint on transfer or alienation of the shares of stock of this corporation.

ARTICLE X. BY-LAWS

The power to adopt, alter, amend, or repeal the By-Laws of this corporation shall be vested in the Board of Directors; provided, however, that By-Laws adopted by the Board of Directors may be altered, amended or repealed by the shareholders entitled to vote thereon. New By-Laws may be adopted, altered, amended, or repealed by a vote of the shareholders, and the shareholders may prescribe in any By-Law made by them that such By-Law shall not be altered, amended, or repealed by the Board of Directors. The By-Laws may contain any provisions for the regulation and management of the affairs of this corporation not inconsistent with law or these Articles of Incorporation.

ARTICLE XI. AMENDMENT OF ARTICLES OF INCORPORATION


This corporation reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Incorporation in the manner now or hereafter prescribed by statute, and all rights conferred upon the stockholders herein are subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles for the uses and purposes therein stated.


JOSEPH LEWIS RAULERSON

STATE OF FLORIDA
COUNTY OF COLUMBIA

The foregoing instrument was acknowledged before me this 10th
day of April, 2003, by JOSEPH LEWIS RAULERSON. He produced _____
Driver License as identification.


Michelle Vaughn
Commission # CC956240
Expires Aug. 17, 2004
Bonded Thru
Atlantic Bonding Co., Inc.
(NOTARIAL SEAL)


Notary Public
My Commission Expires:

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR
DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS
STATE NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted:

First, that N 2 DEEP MOTORSPORTS, INC., desiring to organize under the laws of the State of Florida, with its principal office, as directed in the Articles of Incorporation in the City of Lake City, County of Columbia, State of Florida, has named JOSEPH LEWIS RAULERSON, whose address is Route 16, Box 38966, Lake City, Florida 32055, as its Agent to accept service of process within this State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above styled corporation, at place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act, relative to keeping open said office.


JOSEPH LEWIS RAULERSON

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA