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To:

Division of Corporations

Fax Number : (850)205-0381

From:

Account Name : EMPIRE CORPORATE KIT COMPANY

Account Number : 072450003255 ; (305)634-3694 Fax Number : (305)633-9696

FLORIDA PROFIT CORPORATION OR P.A.

raceabout down undre, inc.

Certificate of Status	0
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ARTICLES OF INCORPORATION OF RACEABOUT DOWN UNDER, INC.

ARTICLE I - NAME

The name of this Corporation is RACEABOUT DOWN UNDER, INC.

ARTICLE II - DURATION

This Corporation shall exist perpetually commencing on the date these Articles are filed.

ARTICLE III - PURPOSE

This Corporation is organized for the transaction of any and all lawful purpose.

ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue five hundred shares of \$1.00 par value, which said shares shall be designated as "Common Shares"

ARTICLE V - INITIAL REGISTERED AND PRINCIPAL OFFICE AND AGENT

The street address of the initial registered and principal office

of the Corporation is:

5010 HARBORAGE DRIVE

FT. MYERS, FL 33908

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SECRETARY OF STATE
IALLAHASSEE EI ORIDA

The name of the initial Registered Agent of this

Corporation is:

GAVIN RICHES

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ARTICLE VI - INITIAL BOARD OF DIRECTORS

This Corporation shall have one (1) initial director. The number of directors may increase from time to time by the By-laws but shall never be less Than one (1). The name and address of the initial director of this Corporation is:

GAVIN RICHES

5010 HARBORAGE DRIVE

FT. MYERS, FL 33908

ARTICLE VIII - INCORPORATOR

The name and address of the person signing these Articles is:

GAVIN RICHES

5010 HARBORAGE DRIVE

FT. MYERS, FL 33908

ARTICLE VIII

This Corporation shall have all of the Corporate powers enumerated in the Florida General Corporation Act.

ARTICLE IX - AMENDMENT

This Corporation reserves the right to amend, rescind, or repeal any provisions contained in these Articles of Incorporation, and amendment thereof, and any right conferred upon the shareholders herein to this reservation.

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ARTICLE X - INDEMNIFICATION

Gavin Riches

ACKNOWLEDGEMENT:

Having been named as Registered Agent to accept service of process for the above-stated Corporation, at a place designated in these Articles of Incorporation, I hereby agree to act in that capacity, to comply with the provisions of Florida Statutes

Section 48.091 and any amendments thereto, and to comply with the Provisions of all other Statutes related to the proper and complete performance of my duties.

IN WITNESS WHEREOF, I have hereunto set my hand on this 1 day of July, 2003.

SECRETARY OF STATE FALLAHASSEE, FLORIDA

in Richae

Registered Agent

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