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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

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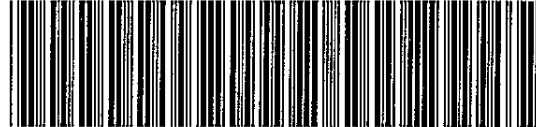
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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02/02/04--01020--009 **78.75

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DIVISION OF CORPORATIONS
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2-7-04
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MARIO G. DE MENDOZA, III, P.A.

ATTORNEYS AT LAW
12765 FOREST HILL BOULEVARD
SUITE 1302
WELLINGTON, FLORIDA 33414
TELEPHONE: (561) 784-2930
TELEFAX: (561) 784-2933
E-MAIL: office@pblaw.us

MARIO G. DE MENDOZA, III

FRANKLIN G. CALLAS, OF COUNSEL

January 29, 2004

VIA FEDEX

Corporation Records Bureau
Division of Corporations
Department of State
409 East Gaines Street
Tallahassee, Florida 32399

**Re: Amalfi Racing South, Inc.
Our File No. 4719.25**

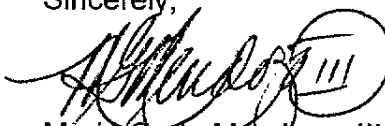
Dear sir or madam:

Enclosed herewith to be filed with your office, please find the Articles of Incorporation and Resident Agent form for the captioned entity. Also enclosed herewith please find a check in the amount of \$78.75 in payment of the following fees:

Filing Fee	\$ 35.00
Resident Agent Form	\$ 35.00
Certified Copy of the Articles of Incorporation	\$ <u>8.75</u>
TOTAL:	<u>\$ 78.75</u>

Thank you for your cooperation in this matter.

Sincerely,


Mario G. de Mendoza, III

MGMIII/dw
Enclosures

F:\CORPS\Amalfi Racing South, Inc\secretary state to file Articles 4719.25 on 1.29.04.wpd

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4719.25
1/27/04

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ARTICLES OF INCORPORATION

OF

AMALFI RACING SOUTH, INC.

Article I - Name

The name of this corporation is AMALFI RACING SOUTH, INC.

Article II - Duration

The term for which this corporation shall exist shall be perpetual and its existence shall begin on the date of execution and acknowledgment of these articles.

Article III - Purpose

This corporation is organized for the purpose of transacting any or all lawful business.

Article IV - Capital Stock

The total number of shares of capital stock which the corporation shall have the authority to issue is as follows:

- (a) Ten Thousand (10,000) shares of Class A voting common stock having no par value.
- (b) Forty Thousand (40,000) shares of Class B non-voting common stock having no par value.

Except as otherwise required by law, the holders of the outstanding Class A shares shall have exclusive voting rights and powers, and they shall be the only stockholders entitled to vote at any meeting of the stockholders. The holders of the outstanding Class B shares shall not be entitled to any voting powers at any stockholders' meeting.

Article V - Amendments

This corporation reserves the right to amend or repeal any provisions contained in these articles of incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

Article VI - Initial Registered Office & Agent

The street address of the initial registered office and the principal place of business of this corporation is 12765 Forest Hill Boulevard, Suite 1302, Wellington, Florida 33414. The name of the initial registered agent of this corporation at that address is Mario G. de Mendoza, III, P.A.

Article VII - Initial Board of Directors

The corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the By-Laws but never be less than one (1). The name of the initial director of this corporation is:

Michael L. Amalfitano

Article VIII - Incorporator

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

Michael L. Amalfitano
c/o Mario G. de Mendoza, III, P.A.
12765 Forest Hill Blvd., Suite 1302
Wellington, Florida 33414

Article IX - Powers

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

Article X - Meetings by Conference Telephone

Members of the Board of Directors may participate in meetings of the Board of Directors by means of conference telephone as provided by law.

Article XI - Action by Directors without a Meeting

The directors of this corporation may take action by written consent, as provided by law.

Article XII - Shareholders' Meeting

Except as may be otherwise in the By-Laws, any annual or other meeting of the shareholders may be held within or without the State and any shareholder may waive notice of any meeting either before or after the meeting.

Article XIII - Indemnification

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 28th day of January, 2004.


Michael L. Amalfitano, Subscriber

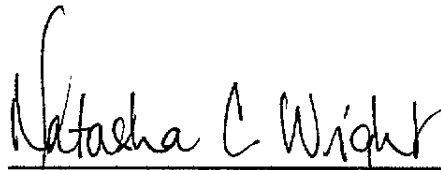
STATE OF FLORIDA)
)ss:
COUNTY OF PALM BEACH)

BEFORE ME, a notary public authorized to take acknowledgments in the State and County aforesaid, appeared Michael L. Amalfitano, who is personally known to me or produced _____ as identification, and who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid this 28th day of January, 2004.

(NOTARY SEAL)



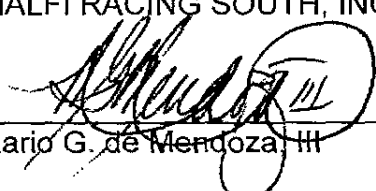

NOTARY PUBLIC
Natasha C. Wright
Printed name of Notary
Commission No.: _____
Commission Expires: _____

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM
SERVICE MAY BE SERVED**

IN COMPLIANCE WITH SECTION 607.0501, FLORIDA STATUTES, THE
FOLLOWING IS SUBMITTED:

FIRST THAT: AMALFI RACING SOUTH, INC., desiring to organize or qualify under
the laws of the State of Florida, with its principal place of business at Village of
Wellington, State of Florida, has named Mario G. de Mendoza, III, P.A., located at
12765 Forest Hill Blvd., Suite 1302, Wellington, Florida 33414, as its agent to accept
service of process within Florida.

AMALFI RACING SOUTH, INC.

SIGNATURE: 
Mario G. de Mendoza, III

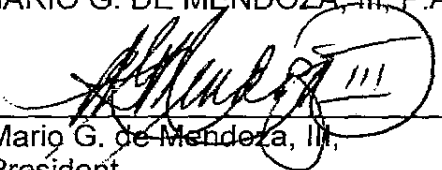
TITLE: Secretary

DATE: January 29, 2004

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SECRETARY OF STATE
DIVISION OF CORPORATIONS

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE
STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE,
I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO
COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE
PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

MARIO G. DE MENDOZA, III, P.A.

SIGNATURE: 
Mario G. de Mendoza, III,
President

DATE: January 29, 2004