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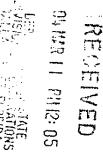


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CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301 (850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

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ARTICLES OF INCORPORATION

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ARNOLD BROTHERS RACING, INC.

ARTICLE I

NAME

The name of this corporation is ARNOLD BROTHERS RACING, INC

ARTICLE II

BUSINESS TO BE TRANSACTED

The nature of the business to be transacted by the corporation is:

To provide sales, marketing and service; and.

To manufacture, purchase, or otherwise acquire, and to own, mortgage, pledge, sell, assign, transfer, or otherwise dispose of, and to invest in, trade in, deal in and with, goods, wares, merchandise, real and personal property, and services, of every class, kind and description; and

To conduct business in, have one or more offices in, and buy, hold, mortgage, sell, convey, lease, or otherwise dispose of real and personal property, including franchises, patents, copyrights, trademarks and licenses, in the state of Florida and all other states and countries; and

To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness, and execute such mortgages transfers or corporate property, or other instruments to secure the payment of corporate indebtedness as required; and

To purchase the corporate assets of any other corporation and engage in the same other character of business; and

To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of the shares of the capital stock of, or any bonds, securities, of other evidences of indebtedness created by any other corporation of the state of Florida or any other state or government, and while owner of such stock to exercise all the rights, powers, and privileges of ownership, including the right to vote such stock; and

To transact any and all lawful business for which incorporations may be incorporated under Chapter 607, Florida Statutes.

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ARTICLE III

CAPITAL STOCK

This corporation shall be authorized to issue 100 (One Hundred) shares of common stock.

ARTICLE IV

TERM OF EXISTENCE

This corporation shall exist in perpetuity.

ARTICLE V

PRINCIPAL OFFICE

This corporation shall have its principal office in the city of Fort Myers county of Lee, State of Florida, at 1112 S.E 9th Lane, Cape Coral, Florida 33990. The mailing address for the corporation is 1112 S.E 9th Lane, Cape Coral, Florida 33990.

ARTICLE VI

REGISTERED AGENT OFFICE

The street address of the registered office of this corporation in the state of Florida is 27200 Riverview Center Blvd. Suite 103, Bonita Springs, Florida 34134 The directors may from time to time move the registered office to any other address in Florida. The initial registered agent of this corporation is Raymond L. Schumann whose address is 27200 Riverview Center Blvd. Suite 103, Bonita Springs, Florida 34134.

ARTICLE VII

DIRECTORS

This corporation shall have 1 (One) director, initially. The number of directors may be increased or decreased from time to time, by the by-laws adopted by the stockholders.

Stephen Arnold

ARTICLE VIII

INCORPORATORS

The incorporators to these Articles of Incorporation are:

Stephen Arnold

ARTICLE IX

CORPORATE OFFICERS

The following-named person(s) shall hold the indicated offices of the corporation for the first year, from the date of incorporation or until their successors are elected and qualified:

Stephen Arnold, President & Treasurer

IN WITNESS WHEREOF, the subscribers have hereunto set their hands and seals this day of February 2004.

> Stephen Arnold Incorporator

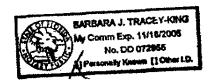
STATE OF FLORIDA)

COUNTY OF LEE)

BEFORE ME, the undersigned authority personally appeared Stephen Arnold who acknowledged before me that he executed the foregoing Articles of Incorporation voluntarily and for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 27 day of February 2004

My commission expires: (Seal)



ACCEPTANCE OF REGISTERED AGENT

Raymond L. Schumann having been named as the registered agent in the foregoing Articles of Incorporation of Arnold Brothers Racing, Inc. to accept, serve, or process for the corporation at 27200 Riverview Center Blvd. Suite 103, Bonita Springs, Florida 34134 hereby agrees to act as the registered agent and comply with the laws of the state of Florida relative to such position.

DATED this 2 day of February 2004.

ymond Ll/Schumann

Registered Agent