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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Richard Rogers Whitson

Attorney at Law
410 North Halifax Avenue
Suite A
Daytona Beach, FL 32118
(386) 226-0016
Fax: (386) 226-3023

March 5, 2004

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

SUBJECT: MC's FUN RIDES, Inc

Gentlemen:

Enclosed are an original and two (2) copies of the Articles of Incorporation and a check for: \$87.50 for Filing Fee, Certificate of Status & Certified Copy of Articles of Incorporation and Resident Agent form. Please return the certified copies to the address above.

For further information concerning this matter, please call Richard R. Whitson at (386) 226-0016.

Sincerely,



Richard R. Whitson

RRW/jm

enclosures

cc: Candace Drennen and Matthew Drennen

**ARTICLES OF INCORPORATION
OF
MC'S FUN RIDES, INC**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In compliance with the requirements of F.S. Chapter 607, the undersigned hereby act as incorporators in adopting and filing the following articles of incorporation for the purpose of organizing a business corporation.

ARTICLE I

The name of the Corporation is: MC's FUN RIDES, Inc.

ARTICLE II

The existence of the Corporation shall begin on: March 1st, 2004.

ARTICLE III

The street address of the principal office of the Corporation is: 923 Cordova Ave. Ormond Beach, Florida 32174.

ARTICLE IV

The maximum number of shares this Corporation is authorized to issue is 7000, par value \$1.00 per share, all of which shall be Common Shares. All Common Shares shall be identical with each other in every respect and the holders of Common Shares shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

ARTICLE V

The initial street address of the Corporation's registered office is: 410 N. Halifax Avenue, Suite A, Daytona Beach, Florida, 32118. The initial registered agent for the Corporation at that address is: Richard Rogers Whitson.

ARTICLE VI

The initial board of directors shall consist of two members. This number may be increased or decreased from time to time in accordance with the Corporations's bylaws, but shall never be less than one. The names and addresses of the persons who will serve on the initial board of directors are:

Names	Addresses
Candace Drennen	923 Cordova Avenue, Ormond Beach, FL 32174
Mathew Drennen	923 Cordova Avenue, Ormond Beach, FL 32174

ARTICLE VII

The names and street addresses of the persons signing these articles of incorporation are:

Names

Addresses

Candace Drennen

923 Cordova Avenue
Ormond Beach, FL 32174

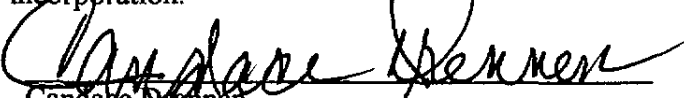
Mathew Drennen

923 Cordova Avenue
Ormond Beach, FL 32174


ARTICLE VIII


The Corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

IN WITNESS WHEREOF, the undersigned incorporators have executed these articles of incorporation.


Candace Drennen
Incorporator



Date



Mathew Drennen
Incorporator


Date

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for MC's FUN RIDES, Inc at the place designated in the articles of incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S. 607.0501.


Richard Rogers Whitson
Registered Agent


Date

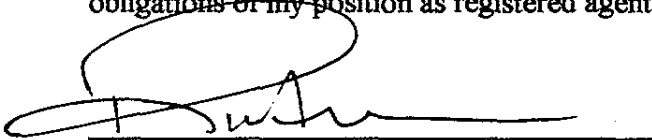
**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

UNDER THE PROVISIONS OF F.S. 607.0501, THE UNDERSIGNED CORPORATION,
ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE
FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED
AGENT IN THE STATE OF FLORIDA.

1. The name of the corporation is: MC's FUN RIDES, Inc
2. The name and address of the registered agent and office is:

Richard Rogers Whitson
410 N. Halifax Avenue, Suite A
Daytona Beach, Florida 32118

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



Richard Rogers Whitson
410 N. Halifax Avenue, Suite A
Daytona Beach, FL 32118

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