

P84800082807

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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PICK-UP

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MAIL

(Business Entity Name)

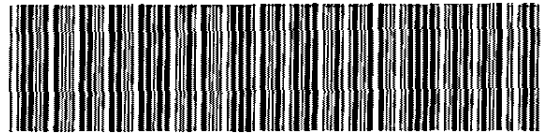
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DIVISION OF CORPORATION

04 MAY 25 AM 10:19

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2004 MAY 25 AM 11:53

5-25-04
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Charter Number Only

May 21, 2004

Oficina Madrigal

Requestor's Name

4160 West 16th Ave #210

Address

Hialeah, FL 33012

City

State

ZIP

Phone

305 822-7220

VALIDATION ONLY

CORPORATION(S) NAME

MIAMI LAKES MOTORSPORTS, INC.

- | | | |
|--|--|---|
| <input type="checkbox"/> Profit | <input type="checkbox"/> Amendment | <input type="checkbox"/> Merger |
| <input type="checkbox"/> NonProfit | <input type="checkbox"/> Dissolution | <input type="checkbox"/> Mark |
| <input type="checkbox"/> Foreign | <input type="checkbox"/> Annual Report | <input type="checkbox"/> Other |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Reservation | <input type="checkbox"/> Change of Registered Agent |
| <input type="checkbox"/> Reinstatement | <input type="checkbox"/> Photo Copies | <input type="checkbox"/> Certificate Under Seal |
| <input checked="" type="checkbox"/> Certified Copy | <input type="checkbox"/> Call When Ready | <input type="checkbox"/> Call If Problem |
| <input type="checkbox"/> Walk In | <input type="checkbox"/> Will Wait | <input checked="" type="checkbox"/> Pick Up |
| | | <input type="checkbox"/> After 4:30 |
| | | <input type="checkbox"/> Mail Out |

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Empire Toll Free: 1-800-432-3028

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ARTICLES OF INCORPORATION

THE UNDERSIGNED SUBSCRIBERS TO THOSE ARTICLES OF INCORPORATION EACH A NATURAL PERSON, COMPETENT TO CONTRACT, HERE ASSOCIATED THEMSELVES TOGETHER TO FORM A CORPORATION UNDER THE LAWS OF THE STATE OF FLORIDA.

ARTICLE I -NAME-

THE NAME OF THIS CORPORATION IS: MIAMI LAKES MOTORSPORTS, INC.

ARTICLE II -DURATION-

THIS CORPORATION SHALL HAVE PERPETUAL EXISTENCE COMMENCING ON THE DATE OF EXECUTION AND ACKNOWLEDGEMENT OF THESE ARTICLES.

ARTICLE III -PURPOSE-

THIS CORPORATION IS ORGANIZED FOR THE PURPOSE OF TRANSACTING ANY OR ALL LAWFUL BUSINESS.

ARTICLE IV -CAPITAL STOCK-

THIS CORPORATION IS AUTHORIZED TO ISSUE ONE THOUSAND (1,000) SHARES OF ONE DOLLAR (\$1) PAR VALUE COMMON STOCK, WHICH SHALL BE DESIGNATED "COMMON SHARES".

ARTICLE V -PREEMPTIVE RIGHTS-

EVERY SHAREHOLDER UPON THE SALE FOR CASH OF ANY NEW STOCK OF THIS CORPORATION OF THE SAME KIND, CLASS OR SERIES AS THAT WHICH HE OR SHE ALREADY HOLD, SHALL HAVE THE RIGHT TO PURCHASE HIS OR HER PRO RATE 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 & AGENT-

THE STREET ADDRESS OF THE INITIALLY REGISTERED OFFICE OF THIS CORPORATION IS: 16251 NW 57 AVE, MIAMI FL 33014 AND THE NAME OF THE INITIALLY REGISTERED AGENT OF THIS CORPORATION IS: ERICK ALFONSO.

ARTICLE VII -INCORPORATION-

THE NAME AND ADDRESS OF THE PERSON SIGNING THESE ARTICLES IS:

ERICK ALFONSO
12205 SW 16TH TERRACE A-101
MIAMI FL 33175

ARTICLE VIII -BYLAWS-

THE POWER TO ADOPT, ALTER, AMMEND OR REPEAL BY LAWS
SHALL BE VESTED IN THE SHAREHOLDERS.

ARTICLE IX -RESTRICTIONS ON TRANSFERS OF STOCK-

SHARES OF CAPITAL STOCK OF THIS CORPORATION SHALL BE
ISSUED INITIALLY TO THE FOLLOWING PERSONS AND IN THE AMOUNTS
SET OPPOSITE THEIR NAMES:

ERICK ALFONSO, PRESIDENT-----100%SHARES

SHARES HELD BY INITIAL SHAREHOLDERS, MAY NOT BE RESOLD OR
OTHERWISE TRANSFERRED TO OTHER PERSONS UNLESS SUCH SHARES
ARE FIRST OFFERED TO THE REMAINING SHAREHOLDERS OR TO THIS
CORPORATION. THE PRICE AND TERMS AND THE TIME WITHIN WHICH
SUCH SHARES MAY BE OFFERED AND SOLD SHALL BE FURTHER SPECIFIED
BY WRITTEN AGREEMENT AMONG ALL OF THE SHAREHOLDERS.

ARTICLE X -CALLING OF SPECIAL MEETINGS-

SPECIAL MEETINGS OF SHAREHOLDERS MAY BE CALLED BY
CERTIFIED MAIL, RETURN RECEIPT REQUESTED, GIVING FIVE (5) DAYS
WRITTEN NOTICE.

ARTICLE XI -SHAREHOLDER QUORUM & VOTING-

FIFTY ONE PERCENT (51%) OF THE SHARES ENTITLED TO VOTE,
REPRESENTED IN PERSON OR BY PROXY, SHALL CONSTITUTE A QUORUM
AT A MEETING OF SHAREHOLDERS. IF QUORUM IS PRESENT, THE
AFFIRMATIVE VOTE OF FIFTY ONE PERCENT (51%) OF THE SHARES
REPRESENTED AT THE MEETING ENTITLE TO VOTE ON THE SUBJECT
MATTER, SHALL BE ACT OF THE SHAREHOLDERS.

ARTICLE XII -SHAREHOLDERS MEETING REQUIRED-

ANY ACTION OF THE SHAREHOLDERS OF THIS CORPORATION MUST BE TAKEN AT A MEETING OF SHAREHOLDERS OF THIS CORPORATION, DULY CALLED AS PROVIDED BY LAW, EXCEPT AS PROVIDED IN ARTICLE XX.

ARTICLE XIII -MANAGEMENT OF CORPORATION BY SHAREHOLDERS-

ALL CORPORATE POWERS SHALL BE EXERCISED BY OR UNDER THE AUTHORITY OF THE BUSINESS AND AFFAIRS OF THIS CORPORATION SHALL BE MANAGED UNDER THIS DIRECTION OF THE SHAREHOLDERS OF THIS CORPORATION.

ARTICLE XIV -POWERS-

THIS CORPORATION SHALL HAVE ALL OF THE CORPORATE POWERS ENUMERATED IN THE FLORIDA CORPORATION ACT.

ARTICLE XV -MEETINGS BY TELEPHONE CONFERENCE-

SHAREHOLDERS MAY PARTICIPATE IN SPECIAL MEETINGS BY MEANS OF TELEPHONE CONFERENCE AS PROVIDED BY LAW.

ARTICLE XVI -ACTION BY SHAREHOLDERS WITHOUT A MEETING-

THE SHAREHOLDERS MAY TAKE ACTION BY WRITTEN CONSENT AS PROVIDED BY LAW.

ARTICLE XVII -DIVIDENDS-

DIVIDENDS MAY BE PAID TO SHAREHOLDERS ONLY OUT OF THE UNRESERVED AND UNRESTRICTED EARNED SURPLUS OF THE CORPORATION.

ARTICLE XVIII -INDEMNIFICATION-

THE CORPORATION SHALL INDEMNIFY ANY OFFICER OR DIRECTOR, OR ANY FORMER OFFICER OR DIRECTOR TO THE FULL EXTENT PERMITTED BY LAW.

ARTICLE XIX -AMENDMENT-

THIS CORPORATION RESERVES THE RIGHT TO AMEND OR REPEAL ANY PROVISIONS CONTAINED IN THESE ARTICLES OF INCORPORATION, OR ANY AMENDMENT HERETO AND ANY RIGHT TO CONFERRED UPON SHAREHOLDERS IS SUBJECT TO THIS RESERVATION.

ARTICLE XX -NOTICE-

ANY NOTICE REQUIRED HEREIN SHALL BE BY CERTIFIED MAIL, RETURN RECEIPT REQUESTED OR HAND DELIVERED TO THE STOCK HOLDER AT THE FOLLOWING ADDRESS:

16251 NW 57TH AVE MIAMI FL 33014

ARTICLE XXI -INITIAL DIRECTORS AND OFFICERS-

THIS CORPORATION SHALL HAVE ONE DIRECTOR, HIS NAME AND ADDRESSES IS AS FOLLOWS:

ERICK ALFONSO
12205 SW 16TERRACE A-101
MIAMI FL 33175

ARTICLE XXII -PRINCIPAL OFFICE ADDRESS-

THE INITIAL ADDRESS OF THE PRINCIPAL OFFICE OF THIS CORPORATION IN THE STATE OF FLORIDA IS:

16251 NW 57TH AVENUE, MIAMI FL 33014

THE BOARD OF DIRECTORS MAY FROM TIME TO TIME MOVE THE PRINCIPAL OFFICE TO ANY OTHER ADDRESS IN FLORIDA.

IN WITNESS WHEREOF, THE UNDERSIGNED SUBSCRIBERS HAVE EXECUTED THESE ARTICLES OF INCORPORATION THIS 21RD DAY OF MAY, 2004.



ERICK ALFONSO, PRESIDENT

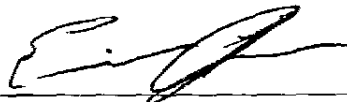
CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR
THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON
WHOM MAY BE SERVED.

IN COMPLIANCE WITH SECTION 48. 091, FLORIDA STATUTES, THE
FOLLOWING IS SUBMITTED:

FIRST: MIAMI LAKES MOTORSPORTS, INC.
Name of Corporation

DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE
STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT THE CITY
OF MIAMI, STATE OF FLORIDA HAS NAMED **ERICK ALFONSO** LOCATED AT
16251 NW 57TH AVE, MIAMI FL 33014 ITS AGENT TO ACCEPT SERVICE
WITHIN FLORIDA.

SIGNATURE



Corporate Officer

TITLE

PRESIDENT

DATE

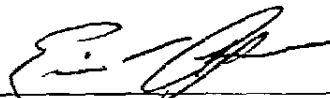
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CLERK OF COURT
CLERK OF COURT

FILED

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE
STATED CORPORATION, AT THE PLACE DESIGNATED 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.

SIGNATURE



Resident Agent

DATE

05/21/04