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Florida Department of State
Division of Corporations
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To: Division of Corporations
Fax Number : (850)205-0391

From: Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
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2004 JUN - 8 A 9:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

FLORIDA PROFIT CORPORATION OR P.A.

gtl racing corp

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ARTICLES OF INCORPORATION

OF

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

GTL RACING CORP, 7250 N.W 113 CT MIAMI FLA 33178

ARTICLE II NATURE OF BUSINESS

This corporation may engage in or transact any of all lawful activities of business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

ARTICLE III CAPITAL STOCK

The aggregate number of shares of stock and its par value that this corporation is 500 @ \$1.00 authorized to have outstanding at any one time is: Five hundred @ \$1.00 (One Dollar).

ARTICLE IV TERM OF EXISTENCE

This corporation is to exist perpetually:

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TALLAHASSEE, FLORIDA

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ARTICLE V OFFICERS DIRECTORS

The name(s) and street(es) of the initial officer(s) and director(s), if any who shall hold office the first year of the corporation(s) existence or until their successor(s) is (are) elected, is (are):

PRESIDENT- GERMAN TORRES, 7250 N.W 113 CT MIAMI FLA 33178

ARTICLES VI INCORPORATOR(S)

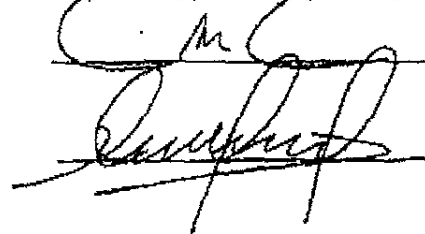
The name(s) and street address(es) of the incorporator(s) to this articles of incorporation is (are):

PRESIDENT- GERMAN TORRES, 7250 N.W 113 CT MIAMI FLA 33178

VICE-PRESIDENT-PABLO ANDRADE, 7250 N.W 113 CT MIAMI FLA 33178

IN WITNESS WHEREOF, the undersigned incorporator(s) has (have) executed these Articles of Incorporation this 28 day of MAY 2004.

Signature(s) of Incorporator(s)

The image shows two handwritten signatures in black ink. The first signature is a cursive 'G. Torres' written over a horizontal line. The second signature is a more complex cursive signature, likely 'Pablo Andrade', also written over a horizontal line.

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**CERTIFICATE DESIGNATING
REGISTERED AGENT/ REGISTERED OFFICE**

Pursuant to the provisions of section 607.325 Florida Statutes, the undersigned corporation, organized under the law of State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of this corporation is:

GTL RACING CORP

2. The name and address of the registered agent and office is:

PABLO ANDRADE

**7250 N.W 113 CT
(P.O BOX NOT ACCEPTABLE)**

**MIAMI FLA 33178
(CITY/STATE/ZIP)**

2004 JUN - 8 A 9:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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SIGNATURE



TITLE _____

DATE: **05/28/2004**

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, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325 FLORIDA STATUTES.

SIGNATURE


(REGISTERED AGENT)

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