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ROBERT E. GLAZEBROOK  
Accounting Agency

9771 Wayne Ave, Miami, Florida 33157

(Address)

(City/State/Zip/Phone #)

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TALLAHASSEE, FLORIDA

W04-3758  
9/10/6



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood  
Secretary of State

October 12, 2004

ROBERT GLAZEBROOK ACCOUNTING AGENCY  
9771 WAYNE AVE.  
MIAMI, FL 33157

SUBJECT: SPEEDWAY PROPERTIES, INC.  
Ref. Number: W04000037588

We have received your document for SPEEDWAY PROPERTIES, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The effective date is not acceptable since it is not within five working days of the date of receipt.

An effective date may be added to the Articles of Incorporation **if a 2005 date is needed**, otherwise the date of receipt will be the file date. **A separate article must be added to the Articles of Incorporation for the effective date.**

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6878.

Alan Crum  
Document Specialist  
New Filings Section

Letter Number: 704A00058903

**ARTICLES OF INCORPORATION**  
**OF**  
**SPEEDWAY PROPERTIES, INC.**

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TALLAHASSEE FLORIDA

The undersigned, for the purpose of forming a corporation under the laws of the State of Florida, by and under the provisions of the statutes of the State providing for the formation, liability, rights, privileges and immunities of a corporation for profit, do hereby adopt the following Articles of Incorporation.

**ARTICLE I**  
**CORPORATE NAME**

The name of this corporation is: SPEEDWAY PROPERTIES, INC.

**ARTICLE II**  
**NATURE OF BUSINESS**

The general nature of the business to be transacted by this Corporation is to engage in any and all business permitted under the laws of the United States and of the State of Florida.

**ARTICLE III**  
**CAPITAL STOCK**

The amount of the total authorized capital stock of the Corporation shall be One Thousand (1000) shares of common stock of one dollar (\$1.00) par value.

The whole or any part of the capital stock of the Corporation shall be payable in lawful money of the United States of America, or property, labor, or services at a just valuation to be fixed by the Shareholders.

**ARTICLE IV**  
**TERM OF EXISTENCE**

This corporation shall have perpetual existence.

**ARTICLE V**  
**INITIAL STREET ADDRESS**

The initial street address of said Corporation is 29601 SW 137 Ave., Homestead, Florida 33033, with privilege, however, of having branch offices at any other place or places within or without the State of Florida.

**ARTICLE VI  
REGISTERED AGENT AND INITIAL REGISTERED OFFICE**

The Registered Agent and the street address of the initial Registered Office of this Corporation shall be:

Donna Glazebrook.  
9771 Wayne Avenue  
Miami, Florida 33157

**ARTICLE VII  
BOARD OF DIRECTORS**

This Corporation shall have two directors initially. The number of directors may be increased or diminished from time to time by the bylaws, but shall never be less than one.

The names and addresses of the initial directors of this Corporation are:

Charles P. Ness  
7500 SW 173 Street  
Miami, Florida 33157

Scott Ness  
2982 Alton Road  
Miami Beach, Florida 33140

**ARTICLE VIII  
INCORPORATORS**

The names and addresses of the person signing these Articles of Incorporation as the incorporators are:

Charles P. Ness  
7500 SW 173 Street  
Miami, Florida 33157

Scott Ness  
2982 Alton Road  
Miami Beach, Florida 33140

**ARTICLE IX  
BYLAWS**

The power to adopt, alter, amend and repeal the Bylaws shall be vested in the Board of Directors, but all alterations, amendments and repeals of the Bylaws must be approved by a majority of the Shareholders.

## **ARTICLE X AMENDMENT**

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment to them, and any right conferred upon the Shareholders is subject to this reservation.

## **ARTICLE XI INDEMNIFICATION**

The Corporation shall indemnify each Officer and Director, including former Officers and Directors, to the full extent permitted by law.

## **ARTICLE XII PREEMPTIVE RIGHTS**

Each Shareholder of the Corporation shall have the right to purchase, subscribe for, or receive a right or rights to purchase or subscribe for, at the price for which it is offered to others, that Shareholder's pro rata portion of the following:

A. Any stock of any class that the Corporation may issue or sell, whether or not exchangeable for any stock of the Corporation of any class or classes, and whether or not of unissued shares authorized by the Articles of Incorporation as originally filed or by any amendment thereof or out of shares of stock of the Corporation acquired by it after the issuance thereof, and whether issued for cash or other consideration; or

B. Any obligation that the Corporation may issue or sell which is convertible into or exchangeable for any stock of the Corporation of any class or classes, or to which is attached or pertinent any warrant or warrants or other instruments conferring on the holder the right to subscribe for or purchase from the Corporation any shares of its stock of any class or classes.

This right shall be deemed waived by any Shareholder who does not exercise it and pay for the shares preempted within thirty (30) days after receipt of written notice from the Corporation stating the price, terms and conditions of the issue of shares and inviting the Shareholder to exercise this preemptive right. This right may also be waived by a written waiver signed by the Shareholder.

## **ARTICLE XIII STOCK TRANSFER RESTRICTIONS**

Shares held by each Shareholder may not be sold or otherwise transferred to other persons unless first offered to this Corporation or to the remaining Shareholders in proportion to their shares. The price, terms and other provisions regarding this restriction may be specified by written agreement among the Shareholders, which agreement may expand this Article and which may also include the Corporation as a party.

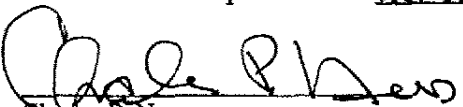
**ARTICLE XIV  
RIGHTS OF INITIAL DIRECTORS**

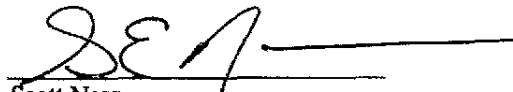
Each of the initial Directors shall have the right to be a Director of the Corporation as long as that respective Director is a Shareholder of the Corporation. By acquiring stock in this Corporation, each Shareholder agrees to abide by this right and to elect each of the initial Directors named in these Articles of Incorporation to the office of Directors as long as that director is a Shareholder of the Corporation. This Article may not be amended in any way without the written consent of each of the initial Directors who is a Shareholder of the Corporation at the time of the amendment.

**ARTICLE XV  
Corporate Existence**

In accordance with Section 607.167, Florida Statutes, the date when corporate existence shall commence is the date of filing.

**IN WITNESS WHEREOF**, The undersigned, as Incorporator, has executed the forgoing Articles of Incorporation on November 4<sup>th</sup>, 2004.

  
Charles P. Ness


  
Scott Ness

STATE OF FLORIDA            )

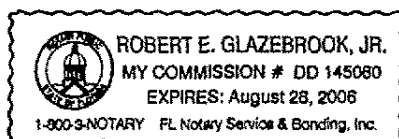
COUNTY OF MIAMI-DADE )

**BEFORE ME**, the undersigned officer personally appeared Charles P. Ness and Scott Ness, to me known to be the persons described as and are known as the Incorporators and who executed the foregoing Articles of Incorporation and acknowledged before me that they executed the same for the purposes therein expressed, and who are personally known to me and who did (did not) take an oath.

**WITNESS** my hand and official seal at Miami8, Miami-Dade County, Florida this 4 day of November, 2004.

  
NOTARY PUBLIC, STATE OF FLORIDA  
Print: ROBERT E. GLAZEBROOK JR.

My Commission Expires:



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

DATE: Nov 4, 2004.

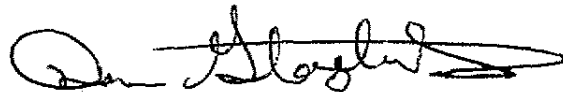
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TALLAHASSEE, FLORIDA

In compliance with Chapter 607.034 Florida Statutes, the following is submitted:

**SPEEDWAY PROPERTIES, INC.** desiring to organize under the laws of the State of its principal office, as indicated in the Articles of Incorporation at the City of Miami, County of Miami-Dade, State of Florida, has named Donna Glazebrook, located at: 9771 Wayne Avenue, Miami, 33157, County of Miami-Dade, State of Florida, as its agent to accept service of process within this State.

**ACKNOWLEDGMENT:**

Having been named as registered agent to accept Service of Process for the above-named Corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.



Donna Glazebrook, Registered Agent