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**FLORIDA PROFIT CORPORATION OR P.A.**

**race electric, inc.**

Certificate of Status	0
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ARTICLES OF INCORPORATION

OF

RACE ELECTRIC, INC., a Florida corporation

ARTICLE I.

The name of this Corporation is:

RACE ELECTRIC, INC., a Florida corporation

ARTICLE II.

This Corporation shall exist in perpetuity commencing on the date of execution and acknowledgment of these Articles of Incorporation.

ARTICLE III.

The Corporation may engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV.

This Corporation is authorized to issue 10,000 shares of \$1.00 par value common stock which shall be designated as "Common Shares."

ARTICLE V.

In the event of any voluntary or involuntary liquidation, dissolution or winding up of this Corporation the assets of the Corporation shall be payable to and distributed ratably among the holders of record of the Common Shares.

ARTICLE VI.  
VOTING RIGHTS:

Except as otherwise provided by Law, the entire voting power for the election of Directors and for all other purposes shall be vested exclusively in the holders of the outstanding Common Shares.

Prepared By:  
MARK B. GOLDSTEIN, ESQUIRE  
MARK B. GOLDSTEIN, P.A.  
2700 N. MILITARY TRAIL, SUITE 130  
BOCA RATON, FLORIDA 33431  
(561) 988-9955

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ARTICLE VII.  
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 already holds, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VIII.

The street address of the initial registered office of this Corporation is: **2700 N. Military Trail, Suite 130, Boca Raton, Florida 33431**, and the name of the initial registered agent of this Corporation at that address is: **Mark B. Goldstein**, and the principal place of business of the corporation is **10895 Eureka Street, Boca Raton, Florida 33428**.

ARTICLE IX.

This Corporation shall have **Two (2) Directors** initially. The number of Directors may be either increased or diminished from time to time by the By-Laws but shall never be less than one (1). The names and address of the initial Director of this Corporation is:

**Steven F. Gelber  
10895 Eureka Street  
Boca Raton, FL 33428**

**Kathleen A. Gelber  
10895 Eureka Street  
Boca Raton, FL 33428**

ARTICLE X.

The name and address of the person or entity signing these Articles of Incorporation is:

**Mark B. Goldstein  
2700 N. Military Trail, Suite 130  
Boca Raton, Florida 33431**

ARTICLE XI.  
AMENDMENT:

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

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 29 day of March, 2005.

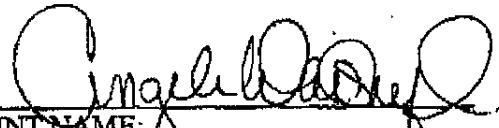
RACE ELECTRIC, INC., a Florida  
corporation

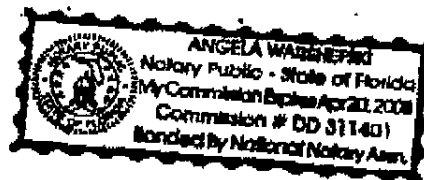
BY:   
MARK B. GOLDSTEIN, Incorporator

STATE OF FLORIDA            )  
COUNTY OF PALM BEACH    )

I HEREBY CERTIFY on this day, before me, an officer duly authorized to administer oaths and to take acknowledgments, personally appeared MARK B. GOLDSTEIN, known to me to be the person described in and who executed the foregoing instrument, who acknowledged before me that he executed the same, that I relied upon the following form of identification of the above-named person; i.e., Florida Drivers License and that an oath was not taken.

WITNESS my hand and official seal, this 29 day of March, 2005, in the County and State aforesaid.

  
PRINT NAME: \_\_\_\_\_  
NOTARY PUBLIC, STATE OF FLORIDA  
My commission expires: \_\_\_\_\_  
Commission No: \_\_\_\_\_



HUSDUWU 10 14 1

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

IN PURSUANCE OF CHAPTER 607.34, FLORIDA STATUTES, THE FOLLOWING IS  
SUBMITTED IN COMPLIANCE WITH SAID ACT:

FIRST THAT RACE ELECTRIC, INC., A FLORIDA CORPORATION DESIRING TO  
ORGANIZE UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL  
OFFICE, AS INDICATED IN THE ARTICLES OF INCORPORATION AT 10895 EUREKA  
STREET, BOCA RATON, FLORIDA 33428 HAS NAMED MARK B. GOLDSTEIN, LOCATED  
AT 2700 N. MILITARY TRAIL, SUITE 130, BOCA RATON, FLORIDA 33431, AS ITS AGENT  
TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA

RACE ELECTRIC, INC., a Florida Corporation

*[Signature]*  
BY: \_\_\_\_\_  
MARK B. GOLDSTEIN, Incorporator

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 FURTHER AGREE TO COMPLY WITH THE  
PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE  
PERFORMANCE OF MY DUTIES.

RACE ELECTRIC, INC., a Florida Corporation

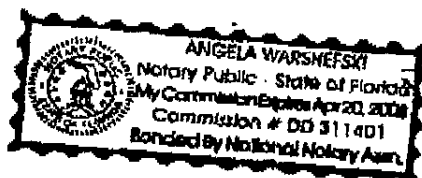
*[Signature]*  
BY: \_\_\_\_\_  
MARK B. GOLDSTEIN Dated:

STATE OF FLORIDA )  
COUNTY OF PALM BEACH )

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05 MAR 29 AM 8:29  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

I HEREBY CERTIFY on this day, before me, an officer duly authorized to  
administer oaths and to take acknowledgments, personally appeared Mark B. Goldstein, known to  
me to be the person described in and who executed the foregoing instrument, who acknowledged  
before me that he executed the same, that I relied upon the following form of identification of the  
above-named person; Florida Drivers License and that an oath was not taken.

WITNESS my hand and official seal, this 09 day of March, 2005, in the County  
and State aforesaid.



*[Signature]*  
NOTARY PUBLIC, STATE OF FLORIDA

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