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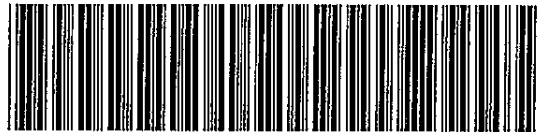
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**ARTICLES OF INCORPORATION
OF
REALITY RACING, INC.**

THE UNDERSIGNED, for the purpose of forming a corporation for profit pursuant to Chapter 607, Florida Statutes, does hereby adopt the following Articles of Incorporation:

WITNESSETH:

**ARTICLE I
NAME**

The name of the Corporation is:

REALITY RACING, INC.

**ARTICLE II
DURATION**

The Corporation shall have perpetual existence commencing on the date of filing of these Articles of Incorporation with the Department of State of Florida.

**ARTICLE III
PURPOSES**

The Corporation is organized for the purpose of transacting any and all lawful business.

**ARTICLE IV
CAPITAL STOCK**

The Corporation is authorized to issue 150,000,000 shares of \$.0001 par value common stock.

**ARTICLE V
QUORUM FOR STOCKHOLDERS MEETINGS**

Unless otherwise provided for in the Corporation's Bylaws, a majority of the shares entitled to vote, represented in person or by proxy, shall be required to constitute a quorum at a meeting of shareholders.

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ARTICLE VI
REGISTERED OFFICE AND REGISTERED AGENT

The street address of the office of this Corporation is 3389 Sheridan Street, Hollywood, Florida 33021.

The mailing address of this Corporation is 3861 NW 3rd Place, Deerfield Beach, Florida 33442 and the name of the registered agent of this Corporation at such mailing address is Patrick J. Schaefer.

ARTICLE VII
BOARD OF DIRECTORS

This Corporation shall have three (3) directors initially. The number of directors may be increased from time to time in the manner provided in the Bylaws, but shall never be less than One. The names and addresses of the initial Directors of the corporation are:

Lee F. Schaefer
#14 Linden Court
Ft. Thomas, KY 41075

Skip Fredricks
1746-F South Victoria Avenue, #187
Ventura, California 93003

Kim Kiley
4021 NW 62nd Court
Coconut Creek, Florida 33073

ARTICLE VIII
INCORPORATOR

The name and address of the Corporation's incorporator is:

Patrick J. Schaefer
3861 NW 3rd Place
Deerfield Beach, Florida 33442

ARTICLE IX
INDEMNIFICATION

The Corporation shall indemnify its Officers, Directors and authorized agents for all liabilities incurred directly, indirectly or incidentally to the services performed for the Corporation, to the fullest extent permitted under Florida law existing now or hereinafter enacted.

ARTICLE X
LIMITATION OF SHAREHOLDER SUITS

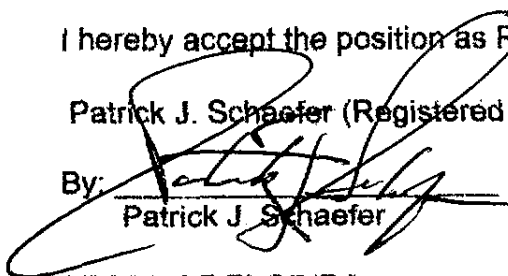
Shareholders shall not have a cause of action against the Company's Officers, Directors or agents as a result of any action taken, or as a result of their failure to take any action, unless deprivation of such right is deemed a nullity because, in the specific case, deprivation of a right of action would be impermissibly in conflict with the public policy of the State of Florida. The fact that this Article shall be inapplicable in certain circumstances shall not render it inapplicable in any other circumstances and the Courts of the State of Florida are hereby granted the specific authority to restructure this Article, on a case by case basis or generally, as required to most fully give legal effect to its intent.

IN WITNESS WHEREOF, I have subscribed my name on this, 29TH day of April, 2005.


Patrick J. Schaefer, Incorporator

I hereby accept the position as Registered Agent of this Corporation.

Patrick J. Schaefer (Registered Agent)

By: 
Patrick J. Schaefer

STATE OF FLORIDA)
COUNTY OF BROWARD) ss.:

On this, the 29th day of APRIL, 2005 before me, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared Patrick J. Schaefer, known to me to be the person whose name is subscribed to the foregoing instrument and acknowledged that he executed it for the purposes therein contained.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal.


Notary Public, State of Florida

My Commission Expires:



M J Trabel
My Commission DD330379
Expires June 17 2008

NOTARY PUBLIC
STATE OF FLORIDA

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