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(Requestor's Name)

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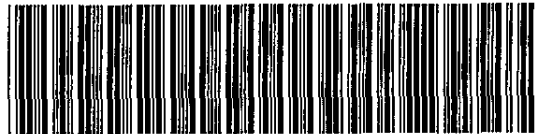
(Business Entity Name)

(Document Number)

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DIVISION OF CORPORATIONS
OFFICE OF THE CLERK OF THE SUPREME COURT

B. McKnight JUN 17 2005



CORPORATION SERVICE COMPANY'

ACCOUNT NO. : 072100000032

REFERENCE : 431534 81002A

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : June 16, 2005

ORDER TIME : 9:34 AM

ORDER NO. : 431534-005

CUSTOMER NO: 81002A

CUSTOMER: Michael S. Teal, Esq
Huddleston & Teal P.a.

114 West Rich Avenue

Deland, FL 32720

DOMESTIC FILING

NAME: NORTH JAX MOTORSPORTS, INC.

EFFECTIVE DATE:

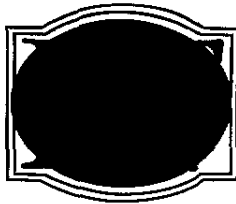
XX ARTICLES OF INCORPORATION
____ CERTIFICATE OF LIMITED PARTNERSHIP
____ ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
____ PLAIN STAMPED COPY
____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Susie Knight - EXT. 2956

EXAMINER'S INITIALS: _____



HUDDLESTON & TEAL P.A.
ATTORNEYS AT LAW

MICHAEL C. HUDDLESTON ♦ MICHAEL S. TEAL ♦ MARGUERITE M. MOGUL

114 West Rich Avenue
DeLand, Florida 32720
(386) 738-3400
Fax (386) 738-4300

REPLY TO ORANGE CITY OFFICE
June 15, 2005

1512 South Volusia Avenue
Orange City, Florida 32763
(386) 775-3210
Fax (386) 775-6600

Secretary of State
Division of Corporations
P. O. Box 6327
Tallahassee FL 32314

Re: NORTH JAX MOTORSPORTS, INC.

Dear Sir or Madam:

Enclosed please find an original and one copy of Articles of Incorporation for the above-referenced corporation. Please file same and return to me a certified copy of the Articles. Also enclosed is a check in the amount of \$78.75 representing payment of your fees in this matter. Should you have any questions, please contact me.

Very truly yours,

Michael S. Teal
MST/nae
Enc.

**ARTICLES OF INCORPORATION
OF
NORTH JAX MOTORSPORTS, INC.**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
05 JUN 16 PM 2:29

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, do hereby adopt the following Articles of Incorporation:

ARTICLE ONE:

The name of the corporation is NORTH JAX MOTORSPORTS, INC.

ARTICLES TWO:

The duration of the corporation is perpetual, with commencement at the time of filing these Articles.

ARTICLE THREE:

The general purposes for which the corporation is organized are:

1. Sales and service of motorcycles, all terrain vehicles, personal watercraft and all other motorized recreation vehicles.
2. To transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act, or engage in any trade or business which can, in the opinion of the Board of Directors of the corporation, be advantageously carried on in connection with or auxiliary to the foregoing business.
3. To do such other things as are incidental to the foregoing or necessary

or desirable to accomplish the foregoing.

ARTICLE FOUR:

The aggregate number of shares which the corporation is authorized to issue is One Hundred (100). Such shares shall be of a single class and shall have a par value of Five Dollars (\$5.00) per share. All shares shall be common stock. Common stock of the corporation shall be issued as "small business corporation" stock in accordance with a plan or plans under the provisions of Section 1244 of the Internal Revenue Code of 1954, as amended.

ARTICLE FIVE:

The street address of the initial registered office of the corporation is 951 Dove Hunter Road, DeLand Florida 32724, and the name of its initial registered agent at such address is KURT E. DYE.

ARTICLE SIX:

The number of directors constituting the initial board of directors of the corporation is three (3). The name and address of the persons who are to serve as members of the initial board are:

<u>NAME</u>	<u>ADDRESS</u>
KURT E. DYE President	951 Dove Hunter Road DeLand FL 32724
KAREN R. DYE Secretary/Treasurer	951 Dove Hunter Road DeLand FL 32724
ANDREW T. KENT Vice President	516 Pickfair Terrace Lake Mary FL 32746-5807

The name and address of each incorporator is:

<u>NAME</u>	<u>ADDRESS</u>
KURT E. DYE President	951 Dove Hunter Road DeLand FL 32724
KAREN R. DYE Secretary/Treasurer	951 Dove Hunter Road DeLand FL 32724
ANDREW T. KENT Vice President	516 Pickfair Terrace Lake Mary FL 32746-5807

The name and address of each shareholder is:

KURT E. DYE President	951 Dove Hunter Road DeLand FL 32724
KAREN R. DYE Secretary/Treasurer	951 Dove Hunter Road DeLand FL 32724
ANDREW T. KENT Vice President	516 Pickfair Terrace Lake Mary FL 32746-5807

ARTICLE SEVEN:

The business of the corporation shall be managed by the Stockholders rather than by the Board of Directors of this corporation.

ARTICLE EIGHT:

It is the intent of the incorporator that the corporation will qualify under Section 1244 of the Internal Revenue Code and shall take all actions necessary to obtain and maintain its status as an S Corporation.

ARTICLE NINE:

This corporation shall commence to exist on the date of filing.

Executed by the undersigned at DeLand, Florida, on the 15TH day of June,

2005.


KURT E. DYE
Incorporator

STATE OF FLORIDA
COUNTY OF VOLUSIA

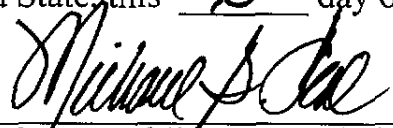
Before me, the undersigned officer, personally appeared KURT E. DYE, who is personally known to me or has produced KNOWN as identification, and who is to me well known to be the person described in and who subscribed to the above Articles of Incorporation, and he did freely and voluntarily acknowledge before me according to law that he made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and my official seal at DeLand, Florida, in said County and State, this 15 day of June, 2005.

(SEAL)



Michael S. Teal
MY COMMISSION # DD182989
April 9, 2007
BONDED THRU TROY FAIN INSURANCE, INC.


Notary Public - State of Florida
My Commission Expires:

MST/nae

**Certificate Designating Place of Business or Domicile for the Service of Process
Within This State, Naming Agent Upon Whom Process May be Served**

In compliance with Section 48.091, the following is submitted:

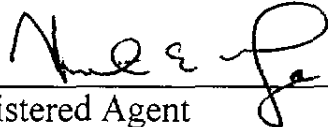
That NORTH JAX MOTORSPORTS, INC., desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation at 951 Dove Hunter Rd., DeLand FL 32724, has named KURT E. DYE, located at 951 Dove Hunter Rd., DeLand FL 32724, as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above-named Corporation, at the place designated in this certificate, the undersigned agrees to act in this capacity, and agrees to comply with the provisions of Florida law relative to keeping the designated office open.

NORTH JAX MOTORSPORTS, INC.

By:


Registered Agent

MST/nae

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CLERK OF STATE
DIVISION OF CORPORATIONS
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