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02/06/06--01052--012 **78.75

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06 FEB -6 PM 3:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

LORRAINE F. REYNOLDS BBA, ATA, CPTx

TAX ACCOUNTANT

OFFICE 352-666-7807

FAX 352-688-3107

DECEMBER 29, 2005

DIVISION OF CORPORATIONS
FLORIDA DEPT OF STATE
P.O. BOX 6327
TALLAHASSEE, FL 32314

RE: CORPORATE FILING : WHISKEY THROTTLE RACING, INC.

GENTLEMEN:

ATTACHED PLEASE FIND AN ORIGINAL & A COPY OF THE ARTICLES OF
INCORPORATION FOR THE ABOVE NAMED CORPORATION.

ATTACHED IS CHECK FOR \$ 78.75 TO COVER THE COST OF;

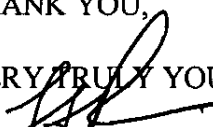
FILING:	\$ 35.00
REGISTERED AGENT:	35.00
CERTIFIED COPY:	<u>8.75</u>

TOTAL: \$ 78.75

SHOULD YOU REQUIRE ANY ADDITIONAL INFORMATION, PLEASE CONTACT THE
UNDERSIGNED.

THANK YOU,

VERY TRULY YOURS,


LORRAINE F. REYNOLDS
LORRAINE F. REYNOLDS P.A.

CC: HULLFISH
WHISKEY THROTTLE RACING, INC.

ATTACHMENT:

CHECK 748.

ARTICLES OF INCORPORATION
OF
WHISKEY THROTTLE RACING, INC.

THE UNDERSIGNED SUBSCRIBER OF THESE ARTICLES OF INCORPORATION, A
NATURAL PERSON COMPETENT TO CONTRACT, DOES HEREBY FORM THE
CORPORATION UNDER THE LAWS OF THE STATE OF FLORIDA.

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06 FEB - 6 PM 3:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I: NAME

THE NAME OF THIS CORPORATION IS : WHISKEY THROTTLE RACING, INC.

ARTICLE II: PURPOSE/NATURE

THIS CORPORATION MAY ENGAGE IN ANY ACTIVITY OR BUSINESS PERMITTED
UNDER THE LAWS OF THE UNITED STATES AND THE STATE OF FLORIDA.

THE NATURE OF THIS CORPORATION IS : SALE OF MOTOR CROSS PARTS

ARTICLE III: CAPITAL STOCK

THIS CORPORATION IS AUTHORIZED TO ISSUE 100 SHARES OF COMMON STOCK,
VALUED AT ONE DOLLAR (\$ 1.00) PAR VALUE.

ARTICLE IV: PRE-EMPTIVE RIGHTS

EACH SHAREHOLDER, UPON 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 ISSUE OF FRACTIONAL
SHARES) AT THE PRICE WHICH IT IS OFFERED TO OTHERS.

ARTICLE V: REGISTERED AGENT

THE NAME & STREET ADDRESS OF THE INITIAL REGISTERED AGENT OF THIS
CORPORATION IS:

LORRAINE F. RONNEBURGER
4377 COMMERCIAL WAY # 301
SPRING HILL, FL 34606-1963

ARTICLE VI: CORPORATION ADDRESS:

THE INITIAL STREET ADDRESS OF THE PRINCIPAL OFFICE OF THIS CORPORATION IS:

12490 81st STREET
SUITE 1
FELLSMERE, FL 32948

ARTICLE VII: BOARD OF DIRECTORS

THERE WILL BE NO BOARD OF DIRECTORS, THIS CORPORATION WILL BE RUN SOLELY BY ITS SHAREHOLDERS.

ARTICLE VIII: INCORPORATOR(S)

THE NAME(S) AND STREET ADDRESS OF THE INDIVIDUAL(S) SIGNING THESE ARTICLES OF INCORPORATION ARE:

JESSICA HULLFISH AS PRESIDENT / SEC
12490 81st ST.
SUITE 1
FELLSMERE, FL 32948

TRAVIS HULLFISH AS VICE .PRESIDENT / TREAS.
12490 81st STREET
SUITE 1
FELLSMERE, FL 32948

ARTICLE IX: BY-LAWS

THE POWER TO ADOPT, ALTER, AMEND, OR REPEAL THE BY-LAWS SHALL BE VESTED IN THE SHAREHOLDERS.

ARTICLE X: RESTRICTIONS ON STOCK TRANSFER

SHARES HELD BY THE INITIAL SHAREHOLDER MAY NOT BE RESOLD OR OTHERWISE TRANSFERRED TO OTHER PERSONS UNLESS SUCH SHARES ARE FIRST OFFERED TO THE CORPORATION. THE PRICE AND TERMS AT WHICH, AND THE TIME WITHIN SUCH SHARES MAY BE SOLD, SHALL BE FURTHER SPECIFIED BY WRITTEN AGREEMENT BETWEEN THE SHAREHOLDERS AND THIS CORPORATION.

ARTICLE XI: INDEMNIFICATION

THE CORPORATION SHALL INDEMNIFY ANY OFFICER OF FORMER OFFICER TO THE FULL EXTENT PERMITTED BY LAW.

ARTICLE XII: AMENDMENT

THIS CORPORATION RESERVES THE RIGHT TO AMEND OR REPEAL ANY PROVISIONS CONTAINED IN THESE ARTICLES OF INCORPORATION OR ANY OTHER AMENDMENT HERETO AND RIGHT CONFERRED UPON THE SHAREHOLDERS IS SUBJECT TO THIS RESERVATION.

ARTICLE XIII: INITIAL CAPITAL

THE AMOUNT OF CAPITAL WITH WHICH THIS CORPORATION WILL BEGIN BUSINESS IS FIVE HUNDRED DOLLARS (\$ 500.00).

IN WITNESS WHEREOF, THE UNDERSIGNED HAS EXECUTED THESE ARTICLES OF INCORPORATION.

Jessica Hullfish 1-13-06
JESSICA HULLFISH DATE

Travis Hullfish 1-13-06
TRAVIS HULLFISH DATE

STATE OF FLORIDA
COUNTY OF HERNANDO

BEFORE ME, A NOTARY PUBLIC AUTHORIZED TO TAKE ACKNOWLEDGMENTS IN THE STATE AND COUNTY SET FORTH ABOVE, PERSONALLY APPEARED THE NAMED INDIVIDUAL, SET FORTH AS THE SUBSCRIBER OF THESE ARTICLES OF INCORPORATION, WHO IS PERSONALLY KNOWN TO ME, AND KNOWN BY ME TO HAVE EXECUTED SAME:

IN WITNESS WHEREOF, I HAVE SET MY HAND, AFFIXED MY OFFICIAL SEAL IN THE
STATE OF FLORIDA, COUNTY OF HERNANDO THIS 29TH DAY OF DECEMBER, 2005.

Lorraine F. Ronneburger 12/29/05
LORRAINE F. RONNEBURGER DATE



LORRAINE F. RONNEBURGER
MY COMMISSION # DD 115890
EXPIRES: September 8, 2006
Bonded Thru Budget Notary Services

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

THE UNDERSIGNED, BEING APPOINTED AS REGISTERED AGENT OF WHISKEY
THROTTLE RACING, INC. , ACCEPTS THE APPOINTMENT AS REGISTERED AGENT
SIMULTANEOUSLY WITH BEING DESIGNATED AS SUCH REGISTERED AGENT.

Lorraine F. Ronneburger 12/29/05
LORRAINE F. RONNEBURGER DATE

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA