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COVER LETTER

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

SUBJECT: Juno Racir	19 USA, Inc.
(PROPOSED CORPOR	rticles of incorporation and a check for:
\$70.00 \$78.75 Filing Fee & Certificate of Status	\$78.75 \$87.50 Filing Fee Filing Fee, & Certified Copy & Certificate of Status ADDITIONAL COPY REQUIRED
FROM: CHRIS HANNAM 745 PARROL	ne (Printed or typed) Address Address
678-5	FLORIDA 32127 y, State & Zip 7 3632

NOTE: Please provide the original and one copy of the articles.

Articles of Incorporation Of Juno Racing USA, Inc.

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The undersigned, for the purpose of forming a corporation under the Laws SEE, FLORIDA State of Florida, hereby adopt the following Articles of Incorporation.

ARTICLE I

The name of this Corporation is JUNO RACING USA, INC., with its principal office located at 745 Barrows Dairy Road, Port Orange, FL 32127.

ARTICLE II

This Corporation shall have perpetual existence.

ARTICLE III

The general nature of the business to be transacted by this Corporation is as follows:

- A. To transact any and all lawful business for which corporations may be incorporated under the laws of the State of Florida.
- B. To sell, offer for sale, manufacture, and distribute motor vehicles of every type and kind and their parts, accessories and related items; to market and promote motor vehicle racing events and services of every type, kind and description; to teach, train, and provide service to motor vehicle drivers for every type and kind of vehicle; and to do and transact all business properly connected with or incidental to any or all of such objects and purposes.
- C. To engage in the business of manufacturing, purchasing, or otherwise acquiring and owning, and selling, distributing, assigning, transferring, or otherwise disposing of and investing in, dealing in and with, at wholesale or retail, goods, wares, merchandise, property, and services of every class, kind and description.
- D. To consolidate or merge with any other corporation.
- E. To have a corporate seal, which may be altered at pleasure, and to use the same by causing it, or a facsimile thereof, to be impressed, affixed, or in any other manner reproduced.
- F. To purchase, take, receive, lease or otherwise acquire, own, hold, improve, use and otherwise deal in and with real or personal property or any interest therein, wherever suited.
- G. To sell, convey, mortgage, pledge, create a security interest in, lease, exchange, transfer, and otherwise dispose of all or any part of its property and assets.

- H. To lend money to, and to use its credit to assist its officers and employees in accordance with Florida Statute 607.141 as amended.
- To purchase, take, receive, subscribe for, or otherwise dispose of and otherwise use and deal in and with, shares or other interests in, or obligations of, other domestic or foreign corporation, associations, partnerships, or individuals, or direct or indirect obligations of the US or any other government, state, territory, governmental district, or municipality or of any instrumentality thereof.
- J. To make contracts and guarantees and incur liabilities, borrow money at such rates of the interest as the Corporation determines, issue its notes, bonds and other obligations, and secure any of its obligations by mortgage or pledge of all or any of its property, franchises, and income.
- K. To lend money for its corporate purposes, invest and reinvest its funds, and take and hold real and personal property as security for the payment of funds so loaned or invested.
- L. To conducts its business, carry on its operations, and have offices and exercise the powers granted by this act within or without this State.
- M. To make donations for the public welfare or for charitable, scientific, or educational purposes.
- N. To pay pensions and establish pension plans, profit sharing plans, stock bonus plans, stock option plans, and other incentive plans of r any and all of its directors, officers, and employees and for any or all of the directors, officers and employees of its subsidiaries.
- O. To be a promoter, incorporator, partner, member, associate, or manager of any corporation, partnership, joint venture, trust or other enterprise.
- P. To have and exercise all powers necessary or convenient to affect its purpose.
- Q. To have, exercise and enjoy all of the rights and privileges of corporations for profit as conferred by the laws of the State of Florida, it being expressly provided that the enumeration of the specific powers and purposes shall not be held to limit or restrict in any manner the general powers of the Corporation.

ARTICLE IV

This corporation is authorized to issue 100 shares of \$10.00 par value common stock which shall be the aggregate number of shares which this Corporation has authority to issue.

ARTICLE V

The mailing address of the initial registered office of this Corporation is 745 Barrows Dairy Road, Port Orange, Florida 32127, and the name of the initial Registered Agent of this Corporation at that address is CHRISTOPHER J. HALL.

ARTICLE VI

This Corporation shall have 1 director initially. The number of directors may be either increased or diminished from time to time by Bylaws adopted by the shareholders but shall never be less than 1. The directors need not be residents of the State of Florida. The name and address of the initial director of the Corporation is:

CHRISTOPHER J. HALL 745 Barrows Dairy Road Port Orange, FL 32127

ARTICLE VII

The name and address of the incorporator is:

CHRISTOPHER J. HALL 745 Barrows Dairy Road Port Orange, FL 32127

/Signature/Registered Agent

<u>Date</u>

Signature/Incorporator

Date

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SECRETARY OF STATE
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