

**Electronic Articles of Incorporation
For**

P12000016853
FILED
February 20, 2012
Sec. Of State
jshivers

XP MOTORSPORTS INC.

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

XP MOTORSPORTS INC.

Article II

The principal place of business address:

640 POYNER DR
LONGWOOD, FL. 32750

The mailing address of the corporation is:

640 POYNER DR
LONGWOOD, FL. 32750

Article III

The purpose for which this corporation is organized is:

ANY AND ALL LAWFUL BUSINESS. PERFORMANCE PARTS FOR AUTO,
MOTORCYCLE, AND RACING INDUSTRIES

Article IV

The number of shares the corporation is authorized to issue is:

1,000,000,000

Article V

The name and Florida street address of the registered agent is:

R G BROWN
640 POYNER DR
LONGWOOD, FL. FLORIDA

I certify that I am familiar with and accept the responsibilities of registered agent.

Registered Agent Signature: RG BROWN

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Article VI

The name and address of the incorporator is:

R G BROWN
640 POYNER DR

LONGWOOD, FL 32750

Electronic Signature of Incorporator: RG BROWN

I am the incorporator submitting these Articles of Incorporation and affirm that the facts stated herein are true. I am aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S. I understand the requirement to file an annual report between January 1st and May 1st in the calendar year following formation of this corporation and every year thereafter to maintain "active" status.

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: P
R G BROWN
640 POYNER DR
LONGWOOD, FL. 32750

Title: VP
G W STEINKE JR
640 POYNER DR
LONGWOOD, FL. 32750