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FLORIDA PROFIT/NON PROFIT CORPORATION

O'Leary Motorsport Holdings, Inc.

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TALLAHASSEE, FLORIDA

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**ARTICLES OF INCORPORATION
OF
O'LEARY MOTORSPORT HOLDINGS, INC.**

The undersigned, acting as the sole incorporator, desiring to form a corporation for profit pursuant to the Florida Business Corporation Act, adopts the following Articles of Incorporation:

ARTICLE I - NAME OF CORPORATION

The name of the corporation shall be: **O'LEARY MOTORSPORT HOLDINGS, INC.**

ARTICLE II - PRINCIPAL OFFICE

The initial principal office and mailing address of the corporation in the State of Florida is 6751 Forum Drive, Suite 210, Orlando, Florida 32821.

ARTICLE III - CAPITAL STOCK

The maximum number of shares of capital stock that the corporation is authorized to issue and have outstanding is One Thousand (1,000), which shall be designated Common Shares without par value.

**ARTICLE IV - INITIAL REGISTERED OFFICE
AND REGISTERED AGENT**

The initial street address of the registered office of the corporation in the state of Florida is 6751 Forum Drive, Suite 210, Orlando, Florida 32821. The name of the initial registered agent of the corporation at such address is Danny J. O'Leary.

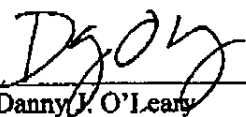
ARTICLE V - INCORPORATOR

The name and street address of the incorporator of the corporation are:

Name	Address
Danny J. O'Leary	6751 Forum Drive, Suite 210 Orlando, Florida 32821

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IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation at Orlando, Florida, this 10th day of September, 2013.



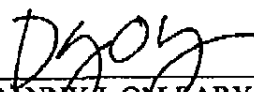
Danny J. O'Leary
Incorporator

ACCEPTANCE BY REGISTERED AGENT

The undersigned, **DANNY J. O'LEARY**, hereby acknowledges and accepts his appointment as registered agent of **O'LEARY MOTORSPORT HOLDINGS, INC.**, a Florida corporation (the "Corporation"), and agrees to act in that capacity and to comply with the provisions of the Florida Business Corporation act relative thereto. The undersigned is familiar with, and accepts, the obligations of a registered agent appointed as provided for in Chapter 607 of the Florida Statutes.

Dated as of this 10th day of September, 2013.

By:


DANNY J. O'LEARY

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