

P95000003124

Chapter Number Only

1/10/95

MORENO CHRISTINE

Requester's Name

13122 W. Dixie Hwy #C

Address

N Miami FL 33141

City

State

Zip

Phone

#C030B

CORPORATION(S) NAME

WARE RACING, INC.

VALIDATION ONLY

FILED  
JUN 12 AM 11:40  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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-01/12795--01024--017  
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Toll Free: 1-800-432-3028

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| <input checked="" type="checkbox"/> Profit         | <input type="checkbox"/> Amendment       | <input type="checkbox"/> Merger                     |
| <input type="checkbox"/> NonProfit                 |  |   |
| <input type="checkbox"/> For ...                   | <input type="checkbox"/> Dissolution     | <input type="checkbox"/> Mark                       |
| <input type="checkbox"/> Limited Partnership       | <input type="checkbox"/> Annual Report   | <input type="checkbox"/> Other                      |
| <input type="checkbox"/> Reinstatement             | <input type="checkbox"/> Reservation     | <input type="checkbox"/> Change of Registered Agent |
| <input checked="" type="checkbox"/> Certified Copy | <input type="checkbox"/> Photo Copies    | <input type="checkbox"/> Certificate Under Seal     |
| <input type="checkbox"/> Call When Ready           | <input type="checkbox"/> Call If Problem | <input type="checkbox"/> After 4:30                 |
| <input checked="" type="checkbox"/> Walk In        | <input type="checkbox"/> Will Wait       | <input checked="" type="checkbox"/> Pick Up         |
|  |  | <input type="checkbox"/> Mail Out                   |

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| Name           |
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| Document       |
| Examiner       |
| Updater        |
| Verifier       |
| Acknowledgment |
| W.P. Verifier  |

CERTIFIED COPY

E. CHESLER JAN 12 1995

ARTICLES OF INCORPORATION  
OF  
WARE RACING, INC.

ARTICLE I  
CORPORATE NAME

The name of this Corporation is: WARE RACING, INC.

ARTICLE II  
NATURE OF CORPORATE BUSINESS

The general nature of the business and objectives and purposes proposed to be transacted and carried on by this corporation are to do any and all of the things herein mentioned, as fully and to the same extent as natural persons might do, viz:

1. Transact any and all lawful business;
2. Said corporation shall further have powers:

To have perpetual succession by its corporate name;

To sue and be sued, complain, and defend in its corporate name in all actions or proceedings;

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;

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 situated;

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;

To lend money to, and use its credit to assist its officers and employees in accordance with Florida Statute section 607.141;

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Christine M. Moreno, Esq. - FL Bar #436150  
13122 W. Dixie Hwy., Ste. C,  
N. Miami, FL 33161  
(305) 893-0030

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1995 JAN 12 PM 11:40  
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To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge, or otherwise dispose of, and otherwise use and deal in and with, shares or other interests in, or obligations of, other domestic or foreign corporations, associations, partnerships, or individuals, or direct or indirect obligations of the United States of any other government, state, territory, governmental district, or municipality or of any instrumentality thereof;

To make contracts and guarantees and incur liabilities, borrow money at such rates of interest as the corporation may determine, issue its notes, bonds and other obligation, and secure any of its obligations by mortgage or pledge of all or any of its property, franchises, and income;

To lend money for its corporate purposes, invest and reinvest its funds, and take and hold real and personal property as security of the payment of funds so loan and invested;

To conduct its business, carry on its operations, and have offices and exercise the powers granted by this act within or without this state;

To elect or appoint officers and agents of the corporation and define their duties and fix their compensation;

To make and alter bylaws, not inconsistent with its articles of incorporation or with the laws of this state, for the administration;

To make donations for the public welfare or for the charitable, scientific, or educational purposes;

To pay pensions and establish pension plans, profit sharing plans, stock bonus plans, stock option plans, and other incentive plans for any and all of its directors, officers, and employees and for any or all of the directors, officers, and employees of its subsidiaries;

To be a promoter, incorporator, partner, member, associate, or manager of any corporation, partnership, joint venture, trust, or other enterprise;

To have and exercise all powers necessary of convenient to effect its purposes;

To solicit and receive sponsorships for racing, or other related racing events; and

To indemnify any person who by reason of the fact that he is or was a director, officer, employee or agent of the corporation to the full extent as permitted by Florida Statute SS

607.014.

ARTICLE III  
CAPITAL STOCK

This Corporation is authorized to issue a maximum of 100 shares of stock. The shares of stock authorized shall be common stock, having a par value of \$1.00 per share. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

ARTICLE IV  
INITIAL REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The Corporation's Initial Registered Agent and Registered Office in the State of Florida shall be: JEFFREY M. WARE, at 481 E. Mount Vernon Drive, Plantation, Florida 33325.

ARTICLE V  
PRINCIPAL PLACE OF BUSINESS

The Corporation's principal place of business/mailling address in the State of Florida shall be: 481 E. Mount Vernon Drive, Plantation, FL 33325.

ARTICLE VI  
INITIAL BOARD OF DIRECTORS

The number of Directors may be altered from time to time by the By-Laws adopted by the Stockholders. However, the Corporation shall have no less than one (1) Director at any time. The name and post office address of each member of the first Board of Directors is:

JEFFREY M. WARE, 481 E. MOUNT VERNON DRIVE, PLANTATION, FL 33325;  
SUSIE M. WARE, 481 E. MOUNT VERNON DRIVE, PLANTATION, FL 33325.

The members of the first Board of Directors shall hold office until the first annual meeting of the Stockholders of the Corporation.

ARTICLE VII  
INCORPORATOR

The name and post office address of each Incorporator executing these Articles of Incorporation is as follows: JEFFREY M. WARE, 481 E. MOUNT VERNON DRIVE, PLANTATION, FL 33325.

ARTICLE VIII  
AMENDMENTS

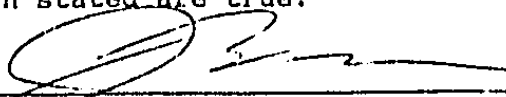
This Corporation reserves the right to amend or repeal any

provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE IX  
COMMENCEMENT DATE

This Corporation shall commence existence upon the filing of these Articles of Incorporation with the Department of State, State of Florida, and shall have perpetual existence.


THE UNDERSIGNED Incorporator, for the purpose of forming a Corporation to do business within the State of Florida, does make and file these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true.

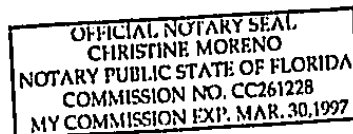
  
Incorporator: JEFFREY M. WARE

STATE OF FLORIDA     ]  
COUNTY OF DADE     ]

The foregoing instrument was acknowledged before me this        day of January, 1995, by JEFFREY M. WARE, who is personally known to me for over 6 years and who took an oath and acknowledged his authority to execute these Articles of Incorporation.

My Commission Expires:  
March 30, 1997

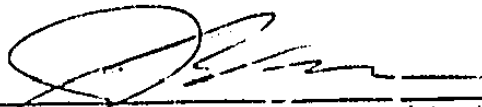
  
Notary Public: Christine Moreno  
Commission No.: CC261228




CERTIFICATE DESIGNATING PLACE OF  
BUSINESS OF DOMICILE FOR THE  
SERVICE OF PROCESS WITHIN FLORIDA,  
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

In compliance with Section SS 48.091, Florida Statute,  
following is submitted:

FIRST that WARE RACING, INC., desiring to organize under the laws  
of the State of Florida, with its principal place of business in  
Dade County, Florida, has named: JEFFREY M. WARE located at 181 E.  
MOUNT VERNON DRIVE, PLANTATION, FL 33325, as its agent to accept  
service of process within Florida.


  
JEFFREY M. WARE, as President,  
Director and Incorporator

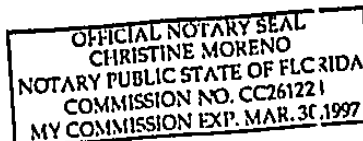
JEFFREY M. WARE, having been named to accept service of process for  
the above-stated Corporation, at the place designated in this  
Certificate, I hereby agree to act in this capacity, and I further  
agree to comply with the provisions of all statutes relative to the  
proper and complete performance of my duties.

  
JEFFREY M. WARE, as Registered  
Agent of Ware Racing, Inc.

SWORN TO AND SUBSCRIBED before me on this the 10th day of January,  
1995.

My Commission Expires:  
March 30, 1997

  
Notary Public: Christine Moreno  
Commission No.: CC261228



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JAN 12 11:36 AM '95  
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