

ROBERT H. CULTON II, P.A.  
*Attorney and Counselor at Law*

400 EAST CENTRAL PARKWAY, SUITE 120  
ALTAMONTE SPRINGS, FLORIDA 32701

TELEPHONE (407) 830-0300

FACSIMILE (407) 830-0020

February 17, 1995

Secretary of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, FL 32314

Re: MOTORSPORT, INC.

Dear Sir or Madam:

Enclosed please find the Articles of Incorporation for the above referenced corporation. I have also enclosed our check #2542 in the amount of \$122.50 representing the following:

Filing Fees	\$ 35.00
Certified Copy	52.50
Registered Agent Designation	<u>35.00</u>
<b>TOTAL</b>	<b>\$122.50</b>

Thank you for your attention to this matter.

Sincerely,

*Rita P. Crow*

RITA P. CROW  
Legal Assistant

trpc  
Enclosures

cc: Michael Dietrick  
(w/encl.)

FILED  
95 MAR -2 PM 1:04  
SECRET  
TALLAHASSEE, FLORIDA

T. BROWN MAR - 3 1995

FLORIDA  
ARTICLES OF INCORPORATION  
OF  
MOTORSPORT, INC.

FILED  
95 MAR -2 PM 1:04  
CLERK OF DISTRICT COURT  
JULY 1995

The undersigned, for the purpose of forming a corporation under the Florida Business Corporation Act hereby adopts the following Articles of Incorporation:

**I. Name**

The name of the Corporation is Motorsport, Inc..

**II. Capital Stock**

The number of shares of stock which the Corporation has authority to have outstanding is One Hundred (100), all of which shall be common shares.

**III. Preemptive Rights Granted**

Each shareholder of any class of stock of this Corporation shall be entitled to full preemptive rights to purchase any unissued or treasury shares of the Corporation and any securities of the Corporation convertible into or carrying a right to subscribe to or acquire shares of any such unissued or treasury shares.

**IV. Registered Office**

The street address of the initial registered office of the Corporation in this state is 930 Carter Road, #202, Winter Garden, FL 34787. The registered office and the principal address of the Corporation are the same. The name of the initial Registered Agent at such address is Michael Dietrick.

**V. Directors**


The business of the corporation shall be managed by the shareholders of the corporation rather than by a Board of Directors.

**VI. Incorporators**

The name and address of the incorporator is:

Michael Dietrick  
930 Carter Road, #202  
Winter Garden, FL 34787

IN WITNESS WHEREOF, I have subscribed my name this 20<sup>th</sup> day of February, 1995.


  
Michael Dietrick

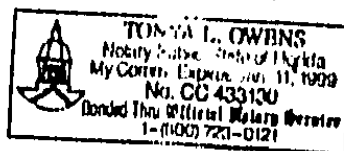
STATE OF FLORIDA  
COUNTY OF ORANGE

On this 20<sup>th</sup> day of February, 1995, before me, the undersigned officer, personally appeared Michael Dietrick, who is personally known to me or who has presented

\_\_\_\_\_ as identification and whose name is subscribed to the within instrument, and acknowledged that he executed the same for the purposes therein contained.

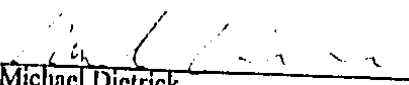
IN WITNESS WHEREOF, I hereunto set my hand and official seal.

  
NOTARY PUBLIC *person full*



Motorsport, Inc.  
CONSENT OF REGISTERED AGENT

Having been named as Registered Agent for this corporation at the registered office designated in the Articles of Incorporation for Motorsport, Inc., the undersigned accepts the designation.

  
Michael Dietrick  
Registered Agent

Dated this 20<sup>th</sup> day of February, 1995.

FILED  
95 MAR -2 PM 1:04  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA