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(((H95000003751))) ELECTRONIC FILING COVER SHEET
TO: DIVISION OF CORPORATIONS FROM: EMPIRE CORPORATE KIT COMPANY
DEPARTMENT OF STATE 1492 W FLAGLER ST
STATE OF FLORIDA SUITE 200
409 EAST GAINES STREET MIAMI FL 33135-
TALLAHASSEE, FL 32399 CONTACT: RAY STORMONT
FAX: (904) 922-4000 PHONE: (305) 541-3894
FAX: (305) 541-3770

(((H95000003751))) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: ULTIMATE MOTOR SPORTS, INC.
FAX AUDIT NUMBER: H95000003751 CURRENT STATUS: REQUESTED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

4-3

CLERK OF COURT

FILED
MAR 31 PM 4:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
ULTIMATE MOTOR SPORTS, INC.

We, the undersigned, hereby subscribe to this document for the purpose of becoming a corporation under the laws of the State of Florida, by and under the provisions of the Statutes of the State of Florida, providing for the formation, liability, rights, privileges and immunities of corporation for profit.

ARTICLE I

The name of this corporation shall be
ULTIMATE MOTOR SPORTS, INC.

ARTICLE II

The primary business purpose of this corporation shall be:

Buying and selling automobiles and other related products.

To transact any and all business that shall be legal under the laws of the United States of America, and of the State of Florida.

Conduct business, have one or more offices in, and buy, hold, mortgage, sell, convey, lease or otherwise dispose of real and personal property, and buy, hold mortgages, sell, convey, or otherwise dispose of franchises in this state and in any of the several states, territories, possessions and dependencies of the United States, the District of Columbia, and in foreign countries.

Purchase the corporate assets of any other corporation and engage in the same character of business.

Acquire, enjoy, utilize and dispose of patents, copyrights and trade marks and licenses or other rights or interests thereunder or therein.

Prepared By: Richard W. Aschenbrenner, Esq.
Florida Bar No. 125923
9130 S. Dadeland Boulevard
Two Datan Center, Suite 1209
Miami, Florida 33156
(305) 670-6061

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Take, hold, sell and convey such property as may be necessary in order to obtain or secure payment of any indebtedness or liability to it.

Guaranty, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise dispose of the shares of the capital stock of, or any bonds, securities or other evidences of indebtedness created by any other government authority; while owner of such stock to exercise all the rights, powers and privileges of ownership, including the right to vote such stock.

Purchase, hold, sell and transfer share(s) of its own capital stock, provided that no corporation shall purchase any of its own capital stock except from the surplus of its assets over its liabilities including capital. Shares of its own capital stock owned by the corporation shall not be voted directly or indirectly or counted as outstanding for the purpose of any stockholders' quorum or vote.

ARTICLE III

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time shall be as follows:

500 shares of common stock, \$1.00 par value per share.

The entire voting power of the corporation shall be vested in the common stockholders, and each share of common stock shall be entitled to one vote, as shall be more fully set forth and determined in the By-Laws of this corporation. Other rights and interests accruing to each share of common stock shall be more fully determined and set forth in the By-Laws.

ARTICLE IV

The amount of capital with which this corporation shall begin business shall not be less than \$500.00.

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ARTICLE V

The corporation shall have perpetual existence.

ARTICLE VI

The initial street address of the office of this corporation shall be:

22790 South Dixie Highway
Miami, Florida 33170

ARTICLE VII

The number of directors shall not be less than one (1) and no more than five (5).

ARTICLE VIII

The names and street addresses of the first Board of Directors, who, subject to the provisions of the Certificate of Incorporation, the By-laws and the corporation laws of the State of Florida, shall hold office for the first year of the corporation's existence, or until their successors are elected and have qualified, are as follows:

President: RUBEN NUÑEZ
22790 South Dixie Highway
Miami, Florida 33170

Vice-President: JULIO FERNANDEZ
22790 South Dixie Highway
Miami, Florida 33170

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ARTICLE IX

The names and addresses of the subscribers of the Certificate of Incorporation are:

RUBEN NUÑEZ & JULIO FERNANDEZ
22790 South Dixie Highway
Miami, Florida 33170

ARTICLE X

The corporation shall have the right and power to from time to time determine whether and to what extent and at what times and places and under what conditions and regulations, the accounts and books of this corporation (other than the stock book) or any of them shall be open to inspection of stockholders; and no stockholder shall have any right of inspecting any account, book or document of this corporation except as conferred by statute, unless authorized by a resolution of the stockholder or Board of Directors.

The corporation may in its By-Laws confer powers upon its Board of Directors or officers, in addition to the foregoing and in addition to the powers authorized and expressly conferred by statute.

Both stockholders and directors shall have power, if the By-Laws so provide to hold their respective meetings, and to have one or more offices within or without the State of Florida, and to keep the books of this corporation (subject to the provisions of the statutes) outside the State of Florida, at such places as may from time to time be designated by the Board of Directors.

The corporation reserves the right to amend, alter,


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change or repeal any provision contained in the Certificate of Incorporation, in the manner now or hereafter prescribed by statute, and all rights conferred upon stockholders herein are granted subject to this reservation.

I, the undersigned, being the original subscriber(s) to the capital stock, hereinabove named for the purpose of forming a corporation for profit to do business both within and without the State of Florida, do hereby make, subscribe, acknowledge and file this Certificate, hereby declaring and certifying that the facts herein are true.


RUBEN NUNEZ

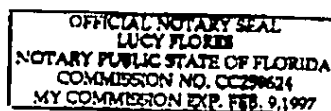

JULIO FERNANDEZ


STATE OF FLORIDA
COUNTY OF DADE

SWORN TO and SUBSCRIBED before me JULIO FERNANDEZ, party to the foregoing Certificate of Incorporation, known to me personally to be such, and under oath acknowledged the said Certificate of Incorporation to be his free and voluntary act and deed, and that the facts herein stated are truly set forth.

WITNESS my hand and seal at Miami, Dade County, Florida on this the 31st day of March, 1995.

My Commission Expires:




Notary Public, State of Florida
Lucy Flores
Printed Notary Signature

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MR-31-1995 15124 FROM EMPIRE

TO DIV CORP ELT FI P.21

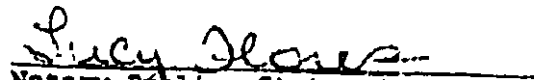
ULTIMATE MOTOR SPORTS, INC.
OATH OF REGISTERED AGENT

Richard W. Aschenbrenner
9130 S. Dadeland Boulevard
Two Datan Center, Suite 1209
Miami, Florida 33156

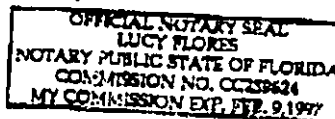
Having been named to accept service of process for the
above-stated corporation, at place designated in this certificate,
I heraby accept to act in this capacity, and agree to comply with
the provisions of said act relative to keeping open said office.


RICHARD W. ASCHENBRENNER

SWORN TO AND SUBSCRIBED before me this 31st day of
March, 1995 by Richard W. Aschenbrenner who is personally known to
me and who did take an oath.


Notary Public, State of Florida
Lucy Flores
Printed Notary Signature

My Commission Expires:



CONFIDENTIAL

FILED
95 MAR 31 PM 4:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PLEASE READ ALL INSTRUCTIONS BEFORE COMPLETING THIS FORM.

APPLICATION
FOR
REINSTATEMENT



FLORIDA DEPARTMENT OF STATE
Sandra B. Morton
Secretary of State
DIVISION OF CORPORATIONS

FILED

96 OCT 24 AM 8:22

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DOCUMENT # **P95000026004**

1 Corporation Name

ULTIMATE MOTOR SPORTS, INC.

Principal Place of Business

Mailing Address

22790 SOUTH DIXIE HIGHWAY
MIAMI FL 33170

22790 SOUTH DIXIE HIGHWAY
MIAMI FL 33170



REINSTATEMENT *96*

If above addresses are incorrect in any way, line through incorrect information and enter correction below.

2 New Principal Office Address, If Applicable

3 New Mailing Office Address, If Applicable

4 Date Incorporated or Qualified
To Do Business in Florida

03/31/1995

Suite, Apt. #, etc.

Suite, Apt. #, etc.

5 FEI Number

☒ Applied for

☐ Not Applicable

City & State

City & State

65-0572424

Zip

Country

Zip

Country

CERTIFICATE OF STATUS DESIRED ☐

\$8.75 Additional Fee required
for a Certificate of Status

7 Names and Street Addresses of Each Officer and/or Director (Florida nonprofit corporations must list at least 3 directors)

1 Title(s)	2 Name of Officers and/or Directors	3 Street Address of Each Officer and/or Director (Do NOT Use Post Office Box Numbers)	4 City / State / Zip
PD	NUNEZ, RUBEN	22790 SOUTH DIXIE HIGHWAY	MIAMI FL 33170
VD	FERNANDEZ, JULIO	22790 SOUTH DIXIE HIGHWAY	MIAMI FL 33170
			700001990307--2 -10/30/96--01047--014 ****150.00 ****150.00
			700001990307--2 -10/30/96--01047--015 ****225.00 ****225.00
			<i>0610-28-96</i>

8 Name and Address of Current Registered Agent

9 Name and Address of New Registered Agent

ASCHENBRENNER, RICHARD M
9133 S. DADELAND BLVD.
TWO DATRAN CENTER SUITE 1209
MIAMI FL 33156

Name

Marilyn Nunez

Street Address (P.O. Box Number is Not Acceptable)

22790 S. Dixie Hwy

Suite, Apt. #, Etc.

Miami

City

State

Zip Code

FL

33170

10. I, being appointed the registered agent of the above named corporation, am familiar with and accept the obligations of Section 607.0505, F.S.

Signature of
Registered Agent

Reg. Agent Marilyn Nunez
REGISTERED AGENT MUST SIGN

Date

9/18/96

11. Does this corporation pay any intangible tax to the
Dept. of Revenue under S. 199.032, Florida Statutes. Yes ☐ No ☐

(See other side for information
on intangible tax.)

12. I certify that I am an officer or director or the receiver or trustee empowered to execute this application as provided for in chapter 607 or 617, F.S. I further certify that when filing this reinstatement application, the reason for dissolution has been eliminated, the corporate name satisfies the requirements of section 607.0401 or 617.0401, F.S., that all fees owed by the corporation have been paid and the names of individuals listed on this form do not qualify for an exemption under section 119.07(3)(f), F.S. The information indicated on this application is true and accurate, and my signature shall have the same legal effect as if made under oath.

SIGNATURE:

Ruben Nunez
Ruben Nunez

9/18/96
Date

258-9999
Daytime Phone #

CR2E040 (7/96)