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LAW OFFICES
KATZ & KATZ
337 EAST FORSYTH STREET
JACKSONVILLE, FLORIDA 32202

HARRY KATZ DECED.1972
HARRY KATZ, JR.

PHONE (904) 353-5657
FAX (904) 353-5877

July 6, 1995

Division of Corporations
Secretary of State
P. O. Box 6327
Tallahassee, FL 32314

600001534686
-07/11/95--01074--009
***122.50 ***122.50

Re: SPEEDWAY FANTASIES, INC.

Gentlemen:

Please file the enclosed Articles of Incorporation of SPEEDWAY FANTASIES, INC. and return a certified copy thereof to this office. Our check in the amount of \$122.50 is enclosed to cover filing fees.

Thank you for your cooperation.

Very truly yours,

Harry Katz, Jr.
Harry Katz, Jr.

HKJr:jee
Enclosures

SN
7/14/95

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95 JUL 11 AM 11:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

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OF

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SECRETARY OF STATE
SPEEDWAY FANTASIES, INC. TALLAHASSEE, FLORIDA

Pursuant to Section 607.0202, Florida Statutes, these articles of incorporation provide that:

1. The name of the corporation is SPEEDWAY FANTASIES, INC. (the "Corporation").
2. The principal office of the Corporation is:

5995 Phillips Highway
Jacksonville, Florida 32216

3. The aggregate number of shares which the Corporation is authorized to issue is 100 shares of Common Stock, par value \$1.00 per share.

4. The street address of the initial registered office of this Corporation is 337 East Forsyth Street, Jacksonville, Florida 32202, and the name of the initial registered agent of this Corporation at that address is Harry Katz, Jr.

5. The name and address of the person signing these Articles of Incorporation as incorporator is Harry Katz, Jr., 337 East Forsyth Street, Jacksonville, Florida 32202.

6. The Corporation shall have one (1) Directors initially. The number of directors may be either increased or decreased from time to time as provided in the By-Laws of the Corporation, but shall never be less than one.


Dated: July 6, 1995.


HARRY KATZ, JR.

**CERTIFICATE DESIGNATING THE ADDRESS
AND AN AGENT UPON WHOM PROCESS MAY BE SERVED**

Having been named to accept service of process for SPEEDWAY FANTASIES, INC., at the place designated in its articles of incorporation, I agree to act in this capacity and to comply with the provisions of Section 607.0505 of the Florida Statutes.

Dated: July 6, 1995.



HARRY KATZ, JR.
Registered Agent

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95 JUL 11 AM 11:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA