

P95000068300

Garla Kelley
2767 W. State Rd 434
Longwood, Florida 32779

January 6, 1995

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

RECEIVED
JAN 11 1995
TALLAHASSEE, FLORIDA

FILED
SEP 1 1995
TALLAHASSEE, FLORIDA

Dear Sirs:

Please find enclosed in duplicate the Articles of Incorporation for Chit & Chat, Inc.. and the Designation and Acceptance of Registered Agent for filing.

I am also including a check for recording and certified copy fees made payable to the Secretary of State in the amount of \$122.50. I would appreciate having one copy certified and returned to the above address as soon as possible.

Sincerely,

Garla Kelley
Garla Kelley

Enclosures

PROT
a.s.g.s

**ARTICLES OF INCORPORATION
OF
Chit & Chat, Inc.**

FILED
95 SEP -1 AM 9:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I NAME

The name of the corporation shall be Chit & Chat, Inc.

ARTICLE II NATURE OF BUSINESS

This corporation may engage in or transact any and all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, county, territory or nation.

ARTICLE III CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having a par value of \$1.00 per share.

ARTICLE IV ADDRESS

The street address of the initial registered office of the corporation shall be 2767 W. State Rd. 434, Longwood, Florida 32779 and the name of the initial Registered Agent for the corporation at that address is Garla Kelley.

ARTICLE V SPECIAL PROVISIONS

The stock of this corporation is intended to qualify under the requirements of Section 1244 of the Internal Revenue Code and the regulations issued thereunder. Such actions as may be necessary shall be deemed to have been taken by the appropriate officers to accomplish this compliance.

ARTICLE VI TERM OF EXISTENCE

This corporation shall exist perpetually.

ARTICLE VII LIMITATION OF LIABILITY

Each director, stockholder and officer, in consideration for his services, shall, in the absence of fraud, be indemnified, whether then in office or not, for the reasonable cost and expenses incurred by him in connection with the defense of, or for advice concerning any claim asserted or proceeding brought against him by reason of his being or having been a director, stockholder or officer of the corporation or of any subsidiary of the corporation, whether or not wholly owned, to the maximum extent permitted by law. The foregoing right of indemnification shall be inclusive of any other rights to which any director, stockholder or officer may be entitled as a matter of law.

ARTICLE VIII SELF DEALING

No contract or other transaction between the corporation and other corporations, in the absence of fraud, shall be affected or invalidated by the fact that any one or more of the directors of the corporation is or are interested in a contract or transaction, or are directors or officers of any other corporation, and any director or directors, individually or jointly, may be a party or parties to, or may be interested in such contract, act or transaction, or in any way connected with such person or person's firm or corporation, and each and every person who may become a director of the corporation is hereby relieved from any liability that might otherwise exist from this contracting with the corporation for the benefit of himself or any firm, association or corporation in which he may be in any way interested. Any director of the corporation may vote upon any transaction with the corporation without regard to the fact that he is also a director of such subsidiary or corporation.

ARTICLE IX DIRECTORS

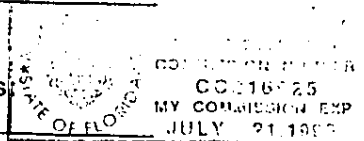
This corporation shall have a minimum of one director. The initial Board of Directors shall consist of:

Kenneth Chitwood, 462 Lakeport Cove, Casselberry, FL 32707

ARTICLE X INCORPORATOR

The name and address of the incorporator is:

Garla Kelley
2767 W. State Rd. 434
Longwood, FL 32779



DESIGNATION OF AND ACCEPTANCE
BY REGISTERED AGENT

The following is submitted in compliance with the laws of the State of Florida.

Chit & Chat, Inc., a corporation organizing under the laws of the State of Florida with its principal office located at 462 Lakeport Cove, Casselberry, FL 32707 has named Garla Kelley, whose address is 2767 W. State Rd 434, Longwood, Florida 32779 as its Agent to accept service of process within this State.

ACCEPTANCE:

I agree as Registered Agent to accept service of process; to keep the office open during prescribed hours; to post my name (and any other officers of said corporation authorized to accept service of process at the above designated address) in some conspicuous place in the office as required by law.

Registered Agent:

Garla Kelley
Garla Kelley

STATE OF FLORIDA
COUNTY OF SEMINOLE

BEFORE ME, the undersigned authority, this day personally appeared Garla Kelley who, after being duly sworn, deposes and says that the facts and matters contained above are true and correct, and that he has executed the same for the purposes expressed herein.

WITNESS my hand and official seal this 28th. day of August, 1995.

(SEAL)

Notary Public
State of _____

My Commission Expires _____

P95000068300

A PLUS ACCOUNTING, INC.

2767 West St. Rd 434

Longwood, FL 32779

407-869-4442

December 28, 1995

Florida Department of State
Division of Corporations
Amendment Section
P O Box 6327
Tallahassee, FL 32314

FILED
96 JAN -3 PM 7:18
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Please find enclosed Amendments for Name Change for Chit & Chat, Inc. The fee of \$43.75 is enclosed. Please make this filing and return with a certificate of status.

Thank you

Gafla C Kelley
Gafla C Kelley

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*****43.75 *****43.75

N/C

JAN 11 1996

ARTICLES OF AMENDMENT FOR NAME CHANGE

1 The Following provisions of Articles of Incorporation of Chit & Chat, Inc., filed on September 1, 1995 and assigned document number P95000068300 be and they hereby are amended in the following particulars

Article 1, be and it hereby is amended to read as follows

ARTICLE 1 NAME

The name of the corporation shall be Special Fund Racers Corporation

2 The Foregoing amendment was adopted by the Stockholders and Directors of the Corporation on the 22nd day of December, 1995

Kenneth Chitwood
President

Kenneth Chitwood
Secretary

STATE OF FLORIDA
COUNTY OF SEMINOLE

BEFORE ME the undersigned authority, personally appeared Kenneth Chitwood as President of the above corporation, who, after being duly sworn deposes and says that the statements made in the above Articles of Amendment are true to the best of his/her knowledge and belief

WITNESS my hand and official seal this 22nd day of December, 1995

(SEAL)

Notary Public
State of Florida
My Commission Expires

[Signature]

FILED
96 JAN -3 PM 7:18
SECRETARY OF STATE
TALLAHASSEE FLORIDA