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GOZA AND HALL, P.A.

28050 U. S. HWY. 19 NORTH
SUITE 402, CORPORATE SQUARE
CLEARWATER, FLORIDA 34621

TELEPHONE (813) 799-2025

FAX (813) 799-8808

December 19, 1995

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****122.50 ****122.50

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

Gentlemen:

Re: TAMPA BAY DRAGWAY, INC.

Enclosed herewith please find the charter for the above-captioned corporation which we request that you file in your office. Also enclosed is a copy of the same which we request that you certify and return to us.

Our check in the amount of \$122.50 is also enclosed to cover your charges as follows:

Filing Fee	\$35.00
Certified Copy	\$52.50
Registered Agent	<u>\$35.00</u>
	\$122.50

Please note that you had previously reserved this name through CSC Networks. A copy of your letter of October 18, 1995 is enclosed.

Very truly yours,

Donald R. Hall

DRH:dk
Enclosures

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95 DEC 22 AM 11:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

95-474
R. O. O'neal
1-19-96



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

October 18, 1995

CSC NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 32301

The name TAMPA BAY DRAGWAY, INC. has been reserved for 120 days beginning October 18, 1995. The reservation number is R95000004749 and this reservation is **NONRENEWABLE**.

A reservation is not a grant of authority to use the name. It is only a withholding of a name from its availability for use by another. When the proposed document is submitted, the name will **AGAIN** be checked against the records of the Division and if still no conflict exists and all other requirements are fulfilled, the reserved name shall be filed as the entity name.

The Division of Corporations is a ministerial filing office and may not render any legal advice. The Division does not adjudicate the legality of any corporate name or arbitrate disputes between entities. You may wish to review other laws such as common law rights, including rights to a trade name; United States Code, Federal Trademark Act, Section 1051 (Lanham Act); Chapter 495, Florida Statutes, Registration of Trademarks and Service Marks (Florida Trademark Act); and Section 865.09, Florida Statutes (Fictitious Name Act).

If someone else submits the document for filing, it must have a copy of this letter attached.

Should you have any questions regarding this matter, please telephone (904) 488-9000, the Name Availability Section

Ruth Leonard

Letter number: 495A00046986

ARTICLES OF INCORPORATION
OF

TAMPA BAY DRAGWAY, INC.

Article I - Name

The name of this corporation is TAMPA BAY DRAGWAY, INC.

Article II - Principal Place of Business

The principal place of business of this corporation is 13500
U.S. Hwy. 19 North, Clearwater, FL 34624.

Article III - Duration

This corporation shall exist for a perpetual period.

Article IV - Purpose

This corporation is organized for the purpose of transacting
any or all lawful business for which corporations may be incor-
porated.

Article V - Capital Stock

This corporation is authorized to issue 1,000 shares of \$1.00
par value common stock.

Article VI - Preferences, Limitations and
Relative Rights of Shares of Capital Stock

Except as otherwise provided by law, the entire voting power
for the election of directors and for all other purposes shall be
vested exclusively in the holders of the outstanding Common Shares.

Article VII - Initial Registered Office and Agent

The street address of the initial registered office of this
corporation is 13500 U.S. Hwy. 19 North, Clearwater, FL 34624, and
the name of the initial registered agent of this corporation at
that address is Edwin P. Monroe.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Registered Agent's Acceptance:

I hereby am familiar with and accept the duties and responsibilities as Registered Agent for said corporation.

By: 
Edwin P. Monroe

Article VIII - Initial Board of Directors

This corporation shall have three directors initially. The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than one (1). The names and addresses of the initial directors are:

Edwin P. Monroe
Lawrence W. Van Gelder
Michael Oldham

ALL LOCATED AT 13500 U.S. Hwy. 19 North, Clearwater, FL 34624.

Article IX - Incorporator

The name and address of the person signing these articles is:

Edwin P. Monroe
13500 U.S. Hwy. 19 North
Clearwater, FL 34624

Article X - Bylaws

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors and the shareholders.

Article XI - Powers

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.

Article XII - Indemnification

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

Article XIII - Amendment

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.

IN WITNESS WHEREOF, the undersigned subscriber has executed these articles of incorporation this 11th day of Dec., 1995.

Edwin P. Monroe
Edwin P. Monroe, Subscriber

STATE OF FLORIDA
COUNTY OF PINELLAS

Before me, a notary public authorized to take acknowledgments in the state and county set forth above, personally appeared EDWIN P. MONROE, known to me and known by me to be the person who executed the foregoing articles of incorporation, and he acknowledged before me that he executed those articles of incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the state and county aforesaid, this 11th day of Dec., 1995.

Ferrell S. Vaughn
Notary Public

My Commission Expires:

