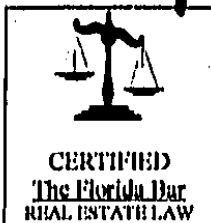


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THE LAW OFFICE OF  
KEVIN F. JURSKINSKI, P.A.

2222 Second Street, Fort Myers, FL 33901 (941) 337-1147; Fax (941) 337-5364

Kevin F. Jursinski  
Florida Board Certified Real Estate Attorney  
Business, Entertainment and Sports Law

Ralph T. Mobley, Attorney/CPA, of counsel  
Taxes and Estate Planning

December 27, 1995

700001676277  
-01/03/96--01022--014  
\*\*\*\*122.50 \*\*\*\*122.50

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

RE: Tom Shaw's Speed Incorporated

Gentlemen:

Enclosed please find Articles of Incorporation and a Certificate Designating Registered Agent for the above corporation.

We respectfully request that these articles be filed. We have enclosed our check in the amount of \$122.50 as payment for the filing fees and return of a certified copy of the Articles of Incorporation to the undersigned.

Should you have any questions, please do not hesitate to contact my office. Thank you for your assistance in this matter.

Respectfully,

KEVIN F. JURSKINSKI

KFJ:tr

Client In/Secretary, etc

JAN 8 1996 BSB

Kevin Jursinski's Office  
AUTHORIZATION BY PHONE TO  
CORRECT name  
DATE 1/9/96  
CO. BSB

FILED  
96 JAN -2 PM 2:53  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
OF  
TOM SHAW'S SPEED INCORPORATED**

**FILED**  
96 JAN -2 PM 2:53  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE ONE**

The name of this corporation is Tom Shaw's Speed Incorporated and the mailing address of the corporation shall be 2222 Second Street, Fort Myers, Florida 33901.

**ARTICLE TWO**

The date of the commencement of corporate existence of the corporation shall be the date these Articles are filed with the Secretary of State.

**ARTICLE THREE**

The duration of the corporation is perpetual.

**ARTICLE FOUR**

The general purposes for which the corporation is organized are:

1. To engage in the business of athlete training.
2. To transact any other lawful business for which corporation may be incorporated under the Florida General Corporation Act.
3. To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

**ARTICLE FIVE**

The aggregate number of shares which the corporation is authorized to issue is 1,000. Such shares shall be of a single class and shall have a par value of One Dollar (\$1.00).

**ARTICLE SIX**

The street address of the initial registered office of the corporation is 2222 Second Street, Fort Myers, Florida 33901, and the name of the initial registered agent is Kevin F. Jursinski.

*K. Jursinski*

#### ARTICLE SEVEN

The number of Directors constituting the initial Board of Directors of the Corporation is one (1). The name and address of the persons who are to serve as directors of the initial Board of Directors of the Corporation until the first election or until their duly elected successor is qualified and installed is:

Tom Shaw  
31 Newcomb Place  
New Orleans, LA 70118

#### ARTICLE EIGHT

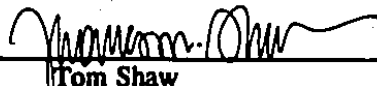
The name and address of each incorporator is:

Tom Shaw  
31 Newcomb Place  
New Orleans, LA 70118

#### ARTICLE NINE

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any Amendment to them, and any right conferred upon the Shareholders is subject to this reservation.

EXECUTED by the undersigned in New Orleans, Louisiana, this 11  
day of December, 1995.

  
\_\_\_\_\_  
Tom Shaw  
A.K.A. Thomas Mitchell Shaw

STATE OF LOUISIANA

SS:

COUNTY OF Orleans Parish

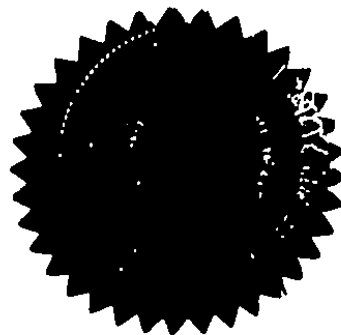
BEFORE ME personally appeared Tom Shaw, well known to me to be the person described in and who executed the foregoing instrument, and acknowledged to and before me that he executed said instrument for the purpose therein expressed.

WITNESS my hand and official seal this 11<sup>th</sup> day of December, 1995.

Kimberly Anne Koko  
NOTARY PUBLIC

My Commission Expires:

KIMBERLY ANNE KOKO  
ATTORNEY AT LAW NOTARY PUBLIC  
6329 FRERET STREET  
NEW ORLEANS, LOUISIANA 70118  
PHONE 865-5902  
MY COMMISSION IS FOR LIFE



**CERTIFICATE DESIGNATING PLACE OF BUSINESS OF DOMICILE  
FOR THE SERVICE OF PROCESS WITHIN FLORIDA,  
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

In compliance with Section 48.091, Florida Statutes, the following is submitted:

First - that Tom Shaw's Speed Incorporated, desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at City of Fort Myers, State of Florida, has named Kevin F. Jursinski of Fort Myers, Florida, as its agent to accept service of process within Florida.

TOM SHAW'S SPEED INCORPORATED

  
Tom Shaw, President

Dated: 12/11/95

**FILED**  
96 JAN -2 PM 2:53  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Having been named to accept service of process for the above stated Corporation, at the place designated in this certificate, I hereby agree to act in this capacity and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

12-18-95  
Date

  
Kevin F. Jursinski