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TALLAHASSEE, FL 32399 CONTACT: RAY STORMONT
FAX: (904) 922-4000 PHONE: (305) 541-3694
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((H96000000820))) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: MAXSPEED MOTORSPORTS, INC.
FAX AUDIT NUMBER: H96000000820 CURRENT STATUS: REQUESTED
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DIVISION OF CORPORATIONS

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**ARTICLES OF INCORPORATION
of
MAXSPEED MOTORSPORTS, INC.**

The undersigned, desiring to form a corporation under the provisions of the Laws of the State of Florida, hereby make, subscribe and acknowledge before a Notary Public, and file with the Secretary of State of the state of Florida the following Articles of Incorporation for such corporations:

ARTICLE I - NAME

The name of the corporation is: MAXSPEED MOTORSPORTS, INC., and its business shall be carried on in Broward County, Florida, and also within and without the state of Florida and in the United States of America and foreign countries as may from time to time be deemed desirable or expedient.

ARTICLE II - PURPOSE

The general nature of the business to be transacted by this Corporation and the objects and purposes thereof are as follows:

1. The transaction of any and all lawful business for which corporations may be incorporated under Chapter 607 of the Florida Statutes.
2. To maintain offices in connection with said business and where necessary to build or construct new facilities or additions to existing facilities in connection with its business.
3. To buy, sell, manufacture, repair, alter and exchange, let or hire, export or deal in all kinds of articles and things which may be required for the purpose of any of the said business or commonly supplied or dealt in by persons engaged in any such

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Florida Bar: 338834
Jacobson, Cohen & Cohen, P.A.
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(954) 491-6444

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business, or which may seem capable of being profitably dealt with in connection with any of the said business.

4. To engage in any activity or business permitted under the laws of the United States and of the state of Florida.

ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to have outstanding at any time shall be 100 shares of Capital Stock with \$1.00 par value per share. The capital stock may be paid for in property, labor or services at a just valuation, to be fixed by the incorporators or by the Directors at a meeting called for such purpose or at the organization meeting. Property, labor or services may also be purchased or paid for with the capital stock at a just valuation of said property, to be fixed by the Directors of the Company. Stock in other corporations or going businesses may be purchased by the Corporation, in return for the issuance of its capital stock, and said purchases shall be on such basis and for such consideration and the issuance of so much of the capital stock as the Directors of the Company may decide.

ARTICLE IV - INITIAL CAPITAL

The amount of capital with which this Corporation shall begin business shall not be less than Five Hundred (\$500.00) Dollars.

ARTICLE V - TERM OF EXISTENCE

The Corporation shall have perpetual existence unless dissolved by action of law or by vote of the stockholders.

ARTICLE VI - ADDRESS

The initial post office address of this corporation in the state of Florida is

219 NE 33rd Street
Oakland Park, FL 33334

ARTICLE VII - DIRECTORS

This corporation shall have not less than one (1) director, who need not be stockholders. The number of Directors may be increased from time to time as the stockholders desire, in accordance with the by-laws hereof, but at no time shall there be a number less than one (1).

The name and post office address of the Board of Directors and Officers of this Corporation are as follows:

<u>NAME</u>	<u>ADDRESS</u>
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P/D	JOHN A. BROWN, 210 NE 33rd Street, Oakland Park, FL 33334
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ARTICLE IX - INCORPORATORS

The names and street addresses of each subscriber to these Articles of Incorporation, the number of shares of stock each agrees to take, and the value Of the consideration paid therefor are as follows:

<u>NAME</u>	<u>ADDRESS</u>
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100%	JOHN A. BROWN, 210 NE 33rd Street, Oakland Park, FL 33334
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ARTICLE X - AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting by a majority of the voting shares. The date of adoption of each amendment hereto is ~~March 20, 1995~~ ^{JANUARY 17, 1996}. The number of votes cast for each amendment hereto by the shareholders is sufficient for approval of each amendment.

ARTICLE XI - POWERS OF THE BOARD OF DIRECTORS

In furtherance and not in limitation of the powers conferred by Statute, the Board of Directors is expressly authorized

1. To make, alter, amend or repeal the By-Laws of the Corporation.
2. To fix the amount to be reserved as working capital and to authorize and cause to be executed mortgages, liens upon the property, and franchises of this corporation.
3. If the By-Laws so provide, to designate by resolution one or more of their number to constitute an Executive Committee, which Committee, to the extent provided in the resolution or in the By-Laws of the Corporation, shall have and may exercise any or all of the powers of the Board of Directors in the management of the business, affairs and property of the Corporation, during the intervals between the meeting of the Board of Directors, so far as may be permitted by law.

ARTICLE XII - INITIAL REGISTERED OFFICE AND AGENT

The initial post office address of the registered office and the name of the registered agent of this Corporation is:

**STEPHEN J. COHEN, ESQ.,
JACOBSON, COHEN & COHEN, P.A.
800 N.W. 62nd Street
Suite 200
Fort Lauderdale, FL 33309**

I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation.


**JOHN A. BROWN,
As President of MAXSPEED
MOTORSPORTS, INC.**

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STATE OF FLORIDA
COUNTY OF BROWARD

88

I HEREBY CERTIFY that on this day before me, a Notary Public duly authorized in the State and County named above to take acknowledgment, personally appeared JOHN A. BROWN, to me known to be the person described as subscriber in and who executed the foregoing Articles of Incorporation of MAXSPEED MOTORSPORTS, INC., and who acknowledged before me that he subscribed to those Articles Of Incorporation.

WITNESS my hand and official seal in the County of Broward, State of Florida, this 17th day of January, 1996.

Bernice E. Davis
NOTARY PUBLIC,



BERNICE E. DAVIS
STATE OF FLORIDA
COMMISSION # CC 431897
EXPIRES JAN 31, 1999
BONDED THRU
ATLANTIC BONDING CO., INC.

My Commission Expires:

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR
DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE,
AND ACCEPTANCE OF REGISTERED AGENT UPON WHOM
PROCESS MAY BE SERVED**

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

That JOHN A. BROWN, desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation at the City of Oakland Park, County of Broward, State of Florida has named STEPHEN J.

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JAN-17-1996 13:09

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COHEN, ESQ., located at 800 N.W. 62nd Street, Suite 200, Fort Lauderdale, Florida,
as its agent to accept service of process within this State.

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


STEPHEN J. COHEN, ESQ.
AS REGISTERED AGENT

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