

9/30/96

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CONTACT: RAY STORMONT FAX #: (305)541-3770
PHONE: (305)541-3694

NAME: Z-CAR MOTORSPORTS, INC.
AUDIT NUMBER.....H96000013702
DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.
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ARTICLES OF INCORPORATION
OF

Z-CAR MOTORSPORTS, INC.

ARTICLE I.

The name of this Corporation is:

Z-CAR MOTORSPORTS, INC., a Florida Corporation

ARTICLE II.

This Corporation shall exist in perpetuity commencing on the date of execution and acknowledgment of these Articles of Incorporation.

ARTICLE III.

The Corporation may engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV.

This Corporation is authorized to issue 10,000 shares of \$1.00 par value common stock which shall be designated as "Common Shares."

ARTICLE V.

In the event of any voluntary or involuntary liquidation, dissolution or winding up of this Corporation the assets of the Corporation shall be payable to and distributed ratably among the holders of record of the Common Shares.

ARTICLE VI.
VOTING RIGHTS:

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.

PREPARED BY:

MARK B. GOLDSTEIN, P.A.
SUITE 201
1000 SOUTH FEDERAL HIGHWAY
FORT LAUDERDALE, FLORIDA 33316

PHONE: (954) 761-8810

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ARTICLE VII.
PREEMPTIVE RIGHTS:

Every shareholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VIII.

The street address of the initial registered office of this Corporation is: 6134 Hogan Creek Road, Margate, Florida 33063, and the name of the initial registered agent of this Corporation at that address is: DAVE BIAS, and the principal place of business of the corporation is 6134 Hogan Creek Road, Margate, Florida 33063.

ARTICLE IX.

This Corporation shall have one (1) Director initially. The number of Directors may be either increased or diminished from time to time by the By-Laws but shall never be less than one (1). The names and address of the initial Director of this Corporation is:

DAVE BIAS
6134 HOGAN CREEK ROAD
MARGATE, FLORIDA 33063

ARTICLE X.

The name and address of the person or entity signing these Articles of Incorporation is:

DAVE BIAS
6134 HOGAN CREEK ROAD
MARGATE, FLORIDA 33063

ARTICLE XI.
AMENDMENT:

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

#46000013702

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 30th day of September, 1996.

Z-CAR MOTORSPORTS, INC., a Florida Corporation

BY: [Signature]
DAVE BIAS, Incorporator

STATE OF FLORIDA)
 SS:)
COUNTY OF BROWARD)

I HEREBY CERTIFY on this day, before me, an officer duly authorized to administer oaths and to take acknowledgments, personally appeared DAVE BIAS, known to me to be the person described in and who executed the foregoing instrument, who acknowledged before me that he executed the same, that I relied upon the following form of identification of the above-named person; i.e., Florida Drivers License and that an oath was not taken.

WITNESS my hand and official seal, this 30 day of September, 1996, in the County and State aforesaid.



ANGELA CATHERINE WARRINER
My Commission 0008848
Expires Jan. 28, 2000

[Signature]
PRINT NAME:
NOTARY PUBLIC, STATE OF FLORIDA
My commission expires:
Commission No: _____

#46000013702

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

IN PURSUANCE OF CHAPTER 607.34, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED IN COMPLIANCE WITH SAID ACT:

FIRST THAT Z-CAR MOTORSPORTS, INC., A FLORIDA CORPORATION DESIRING TO
ORGANIZE UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL OFFICE,
AS INDICATED IN THE ARTICLES OF INCORPORATION AT 6134 Hogan Creek Road, Margate,
Florida 33063, HAS NAMED DAVE BIAS, LOCATED AT 6134 Hogan Creek Road, Margate, Florida
33063, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

Z-CAR MOTORSPORTS, INC., Florida Corporation

BY: [Signature]
DAVE BIAS, DIRECTOR

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 FURTHER AGREE TO COMPLY WITH THE PROVISIONS
OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY
DUTIES.

By: [Signature]
DAVE BIAS
Dated:

STATE OF FLORIDA)
 SS:)
COUNTY OF Duval)

I HEREBY CERTIFY on this day, before me, an officer duly authorized to administer
oaths and to take acknowledgments, personally appeared DAVE BIAS, known to me to be the person
described in and who executed the foregoing instrument, who acknowledged before me that he executed
the same, that I relied upon the following form of identification of the above-named person: Florida
Drivers License and that an oath was not taken.

WITNESS my hand and official seal, this 20 day of September, 1996, in the County
and State aforesaid.

[Signature]
PRINT NAME: _____
NOTARY PUBLIC, STATE OF FLORIDA
My commission expires: _____
Commission No: _____



ANGELA WASHINGTON
My Commission CC088647
Exp. Jan. 20, 2000