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Bosso, Bosso & Pardo, P.A.

Attorneys at Law

WILLIAM J. BOSSO (1893-1996)
WILLIAM J. BOSSO, JR.
ANGELO PARDO

2420 BROADWAY • P.O. BOX 9936
Pineview Beach, Florida 33419
TELEPHONE (861) 844-0200
FAX (861) 863-0455

October 2, 1996

State of Florida
Secretary of State
Division of Corporations-New Filings
P. O. Box 6327
Tallahassee, FL 32314

800001964928
-10/04/96--01036--005
****122.50 ****122.50

RE: Stay Tooned Racing, Inc.

Dear Sir:

Enclosed you will please the original and two copies of the Articles of Incorporation for Stay Tooned Racing, Inc. together with our client's check in the sum of \$122.50 for the filing fee.

Please return a conformed copy and a certified copy to our office together with the letter from the Secretary of State after the Articles have been filed.

If you should have any questions, please feel free to call our office.

Sincerely,



WILLIAM J. BOSSO, JR., ESQ.

WJBJR/vpt
Enclosures

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 OCT -4 AM 11:49

of 10/9/96

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

96 OCT -4 AM 11:49

ARTICLES OF INCORPORATION

OR

STAY TOONED RACING, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I- NAME

The name of the corporation shall be:

STAY TOONED RACING, INC.

The address of the principal office of this corporation shall be 1600 Cypress Drive, #12, Jupiter, FL 33469; and the mailing address of the corporation shall be the same.

ARTICLE II- NATURE OF BUSINESS

The general nature of the business to be transacted by this corporation is any business or business activity permitted under the laws 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 one time is 7,500 shares of common stock at \$1.00 par value.

ARTICLE IV-ADDRESS

The street address of the initial registered office of the corporation shall be as follows:

1600 Cypress Drive
#12
Jupiter, FL 33469

and the name of the initial registered agent of the corporation at that address is: MICHELLE L. HANKEY.

ARTICLE V-TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLES VI-OFFICERS AND DIRECTORS

This corporation shall have one (1) director, initially. The name and street address of the initial director who shall hold office for the first year of the corporation, or until his/her successor is elected or appointed is: MICHELLE L. HANKEY, 1600 Cypress Drive, #12, Jupiter, FL 33469.

ARTICLE VII-INCORPORATOR

The name and street address of the incorporator(s) to these Articles of Incorporation is:

MICHELLE L. HANKEY
1600 Cypress Drive
#12
Jupiter, FL 33469

IN WITNESS WHEREOF I/WE have made and subscribed our names(s) and signature(s) to these Articles of Incorporation, this the 2nd day of October, 1996.

Michelle L. Hankey

State of Florida
County of Palm Beach

BEFORE ME, the undersigned authority, personally appeared,
MICHELLE L. HANKEY, to me well known to be the person(s) described
as incorporator(s) in ~~or who has produced~~ _____
_____ as ~~identification~~ and who executed the
foregoing Articles of Incorporation, and she acknowledged before me
that she subscribed to those Articles of Incorporation and who did
take an oath.

WITNESS my hand and official seal in the County and State
aforesaid this the 2nd day of October 1996.

My Commission Expires:

Victoria Petruzza
Notary Public, Victoria Petruzza



VICTORIA PETRUZZA
My Comm Exp. 4/13/99
Bonded By Service Ins
No. CC452933

Notary Public (1) 04/13/99

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

CERTIFICATE OF REGISTERED AGENT

96 OCT -4 AM 11:49

IN PURSUANCE to Chapter 48.091, Florida Statutes, 1977, the following is submitted in compliance with said Act:

FIRST: That MICHELLE L. HANKEY desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation being in Florida, names: MICHELLE L. HANKEY as its agent to accept service of process within the State.

ACKNOWLEDGMENT:

HAVING BEEN NAMED to accept service of process for the above State Corporation, at place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said act relative to keeping upon said Office.

Michelle L. Hankey