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Of Counsel

October 9, 1996

500001970855  
-10/10/96--01075--006  
\*\*\*\*122.50 \*\*\*\*122.50

VIA FEDERAL EXPRESS

Division of Corporations  
Department of State  
409 E. Gaines Street  
Tallahassee, FL 32399

Re: Daytona SuperKarts, Inc.

Dear Sir or Madame:

Enclosed is the original and one copy of the proposed Articles of Incorporation for the referenced corporation Registered Agent Designation, and our firm's check in the amount of \$122.50 to cover the following items:

1. Filing Fees	\$ 35.00
2. Certified Copy of the Articles of Incorporation	52.50
3. Registered Agent Designation	<u>35.00</u>
TOTAL	\$122.50

We would appreciate being advised by telephone when filing has been accomplished. Also, please return a certified copy of the Articles of Incorporation.

Should you have any questions regarding this matter, please call. Thank you for your cooperation.

Sincerely yours,

David A. Monaco

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 OCT 10 PM 10:04

5/1/14

ARTICLES OF INCORPORATION  
OF  
DAYTONA SUPERKARTS, INC.  
A Florida Corporation

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 OCT 10 AM 10:05

ARTICLE 1

The name of this corporation is:

Daytona SuperKarts, Inc.

ARTICLE 2

DURATION

The duration of this corporation is perpetual. The date and time of commencement of the corporate existence is the time of filing of the articles of incorporation by the Department of State of the State of Florida.

ARTICLE 3

GENERAL PURPOSES

The general purposes for which this corporation is initially organized are to engage in the manufacture, distribution and sale of concession, promotional, recreational and racing go-carts and the parts for the same; to engage in the manufacture, distribution and sale of other similar products; to own real and personal property; to purchase, sell and hold real and personal property; and to engage in any or all lawful business for which corporations may be incorporated under Florida law.

#### **ARTICLE 4**

##### **SHARES**

The aggregate number of shares which the corporation shall have authority to issue is one thousand (1,000) shares of common voting stock having a par value of one cent (\$0.01) per share.

#### **ARTICLE 5**

##### **REGISTERED OFFICE AND AGENT, and PRINCIPAL OFFICE**

The street address of the initial registered office of the corporation is 654 Marina Point, Daytona Beach, Florida 32114. The name of the initial registered agent of the corporation at such address is Kevin Ream. The principal address of the corporation is the same as the registered office address.

#### **ARTICLE 6**

##### **DIRECTORS**

The number of directors constituting the initial board of directors is three (3), and the name and address of each person who is to serve as a member thereof are as follows:

Kevin Ream  
654 Marina Point  
Daytona Beach, Florida 32114

David F. Neubauer  
487 John Anderson Drive  
Ormond Beach, Florida 32175

Richard Jones  
11 Choctaw Trail  
Ormond Beach, Florida 32174

The number of directors may be changed from time to time by the bylaws.

#### **ARTICLE 7**

##### **INCORPORATORS**

The name and address of the incorporators and subscribers to 300 shares (100 shares each) of the common voting stock of this corporation are as follows:

Kevin Ream  
654 Marina Point  
Daytona Beach, Florida 32114

David F. Neubauer  
487 John Anderson Drive  
Ormond Beach, Florida 32175

Richard Jones  
11 Choctaw Trail  
Ormond Beach, Florida 32174

#### **ARTICLE 8**

##### **ACTION BY DIRECTORS**

The Directors of this Corporation may take action by written consent, as provided by law, in lieu of a meeting, but any action so taken shall be by unanimous written consent of the Directors.

#### **ARTICLE 9**

##### **INDEMNIFICATION OF DIRECTORS AND OFFICERS**

Each Director or Officer, whether or not then in office, shall be indemnified by the Corporation against all costs and expenses reasonably incurred or imposed upon him or her in connection with or arising out of any action, suit or proceeding in which he or she may be involved by reason of her or her being

or having been a Director or Officer of the Corporation, such expenses to include the cost of reasonable settlements (other than amounts paid to the Corporation itself) made with a view to curtailment of costs of litigation. The Corporation shall not, however, indemnify any Director or Officer with respect to matters as to which he or she shall be finally adjudged in any such action, suit or proceeding to have been guilty of fraud or material misrepresentation to the Corporation, its Board of Directors, its stockholders, or any other person, nor in respect of any matter on which any settlement or compromise is effected, if the total expense, including the cost of such settlement, shall substantially exceed the expense which might reasonably be incurred by such Director or Officer in conducting such litigation to a final conclusion. The foregoing right of indemnification shall not be conclusive of other rights to which any Director or Officer may be entitled as a matter of law, and is subject in any event to the power of any federal financial institution regulatory agency to prohibit or limit payment of indemnification by the Corporation.

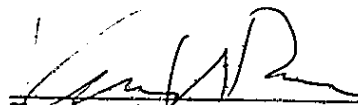
#### **ARTICLE 10**

##### **CONFLICTS**

No contract or other transaction between the Corporation and any other corporation in the absence of fraud, shall be affected or invalidated by the fact that one or more of the Directors of the Corporation is or are interested in, or is a director of officer or are directors or officers of such other corporation,

and any Director of Directors, individually or jointly, may be a party or parties to, or may be interested in any such contract or transaction of the Corporation or in which the Corporation is interested, and no contract, act or transaction of the Corporation with any person or persons, firm or corporation in the absence of fraud, shall be affected or invalidated by the fact that any Director or Directors of the Corporation is a party or are parties to or interested in such contract, act or transaction, or in any way connected with such person or persons, firm or corporation, and each and every person who may become a Director of the Corporation is hereby relieved from any liability that might otherwise exist from thus contracting with the Corporation for the benefit of himself, or any firm, association or corporation in which he may be in anywise interested. Any Director of the Corporation may vote upon any contract or other transaction between the Corporation and any subsidiary or controlled company without regard to the fact that he is also a director of such subsidiary or controlled company.

IN WITNESS WHEREOF, the undersigned incorporators do hereby execute and acknowledge these articles this 8<sup>TH</sup> day of October, 1996.

  
Kevin Ream

  
David F. Neubauer

  
Richard Jones

STATE OF FLORIDA  
COUNTY OF VOLUSIA

The foregoing instrument was acknowledged before me this 8  
day of October, 1996, by KEVIN REAM, who is personally known to me  
or who has produced a <sup>PA</sup> Florida driver's license (License No.  
20 355 423) as identification, and who did take an oath.



DONNA M. ABBOTT  
My Comm Exp. 5/05/99  
Bonded By Service Ins  
No. CC443257  
☒ Personally Known ☐ Other I.D.

Donna M. Abbott

Notary Public, State of Florida  
at Large

STATE OF FLORIDA  
COUNTY OF VOLUSIA

The foregoing instrument was acknowledged before me this 8  
day of October, 1996, by DAVID F. NEUBAUER, who is personally  
known to me or who has produced a Florida driver's license  
(License No. \_\_\_\_\_) as identification, and who did take  
an oath.



DONNA M. ABBOTT  
My Comm Exp. 5/05/99  
Bonded By Service Ins  
No. CC443257  
☒ Personally Known ☐ Other I.D.

Donna M. Abbott  
Notary Public, State of Florida  
at Large

STATE OF FLORIDA  
COUNTY OF VOLUSIA

The foregoing instrument was acknowledged before me this 8  
day of October, 1996, by RICHARD JONES, who is personally known to  
me or who has produced a Florida driver's license (License No.  
550C-754 5.7.131-8) as identification, and who did take an oath.



DONNA M. ABBOTT  
My Comm Exp. 5/05/99  
Bonded By Service Ins  
No. CC443257  
☐ Personally Known ☒ Other I.D.

Donna M. Abbott  
Notary Public, State of Florida  
at Large

**CERTIFICATE DESIGNATING REGISTERED  
AGENT AND STREET ADDRESS FOR  
SERVICE OF PROCESS**

Pursuant to Section 48.901, Florida Statutes, DAYTONA SUPERKARTS, INC., hereby designates KEVIN REAM, 654 Marina Point, Daytona Beach, Florida 32114, as its registered agent and the street address of its registered office, respectively, for service of process within the State of Florida.

DAYTONA SUPERKARTS, INC.

By:   
Incorporator

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 OCT 10 AM 10:05

**ACCEPTANCE OF DESIGNATION**

I hereby accept the foregoing designation as registered agent of DAYTONA SUPERKARTS, INC., for service of process within the State of Florida.

By:   
KEVIN REAM