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October 21, 1996

VIA FEDERAL EXPRESS

Florida Secretary of State  
409 East Gaines  
Tallahassee, Florida 32399

Re: Chitwood Motor Sports, Inc.

000001983350--8

-10/22/96--01178--012

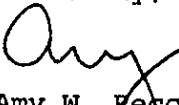
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Ladies and Gentlemen:

Enclosed for filing with your office are the Articles of Incorporation for the above-referenced corporation. Please file these Articles of Incorporation and provide us with a certified copy of the Articles of Incorporation. Enclosed is our firm's check in the amount of \$122.50.

If you have any questions, please call me.

Sincerely,

  
Amy W. Retchio  
Legal Assistant

AWR  
Enclosures

FILED  
96 OCT 22 AM 8:53  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

TAB  
10/24

**ARTICLES OF INCORPORATION OF  
CHITWOOD MOTOR SPORTS, INC.**

The undersigned, acting as incorporator of a Florida corporation under the Florida Business Corporation Act, Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation for such Corporation:

ARTICLE I  
NAME

The name of the Corporation is **Chitwood Motor Sports, Inc.**

ARTICLE II  
PRINCIPAL OFFICE AND MAILING ADDRESS

The address of the Corporation's principal office is 4410 West Alva Street, Tampa, Florida 33614 and the mailing address of the Corporation is 4410 West Alva Street, Tampa, Florida 33614.

ARTICLE III  
PURPOSE

The Corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the laws of Florida.

ARTICLE IV  
CAPITAL STOCK

The Corporation is authorized to issue 1,000 shares of common stock, \$.001 par value per share.

ARTICLE V  
INITIAL REGISTERED AGENT AND OFFICE

The name of the initial registered agent of the Corporation and the street address of the initial registered office of the Corporation are as follows:

Name

Joel S. Chitwood

Address

4410 West Alva Street  
Tampa, Florida 33614

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TALLAHASSEE, FLORIDA

ARTICLE VI  
INITIAL BOARD OF DIRECTORS

The Corporation shall have initially two (2) directors to hold office until the first annual meeting of shareholders and until their successors have been elected and qualified, or until their earlier resignation, removal from office or death. The number of directors may be either increased or decreased from time to time in accordance with the Bylaws of the Corporation. The names and addresses of the initial directors of the Corporation are:

<u>Name</u>	<u>Address</u>
Joel S. Chitwood	4410 West Alva Street Tampa, Florida 33614
Timothy H. Chitwood	4410 West Alva Street Tampa, Florida 33614

ARTICLE VII  
INCORPORATOR

The name and address of the person signing these Articles as Incorporator are:

<u>Name</u>	<u>Address</u>
Paul R. Lynch	101 East Kennedy Boulevard Suite 2800 Tampa, Florida 33602

ARTICLE VIII  
INDEMNIFICATION

The Corporation shall indemnify any person who is or was a Director, Officer, employee, or agent of the Corporation or was serving at the request of the Corporation as a Director, Officer, employee, or agent of another corporation, partnership, joint venture, trust, or other enterprise, to the fullest extent permitted by law.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 17<sup>th</sup> day of October, 1996.

  
\_\_\_\_\_  
Paul R. Lynch, Incorporator

**CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is Chitwood Motor Sports, Inc.
2. The name and address of the registered agent and office is:

Joel S. Chitwood  
4410 West Alva Street  
Tampa, Florida 33614

SIGNATURE:  
TITLE:

Director

DATE:

October 17, 1996

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATION OF MY POSITION AS REGISTERED AGENT.

SIGNATURE:

Joel S. Chitwood

DATE:

October 17, 1996

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