

1302 North Side Drive
Ormond Beach, Florida 32174
January 2, 1997

497000004170

FLORIDA DEPARTMENT OF STATE
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314

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-01/09/97--01046--016
*****70.00 *****70.00

Re: B D S Racing, Inc.

Dear Sirs:

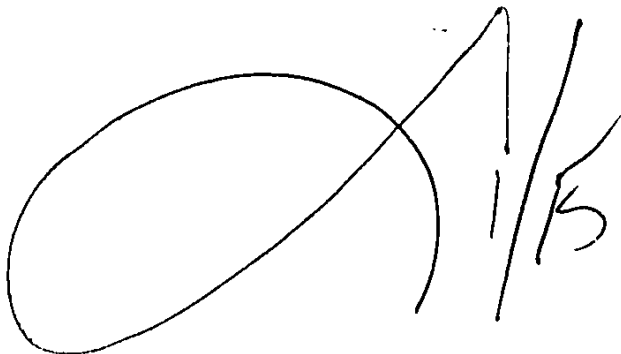
In regard to the above-referenced corporation, enclosed please find Articles of Incorporation, along with a copy of same concerning the above-referenced corporation, and this firm's check in the amount of \$70.00 for your various filing fees.

Please return a conformed copy of the Articles of Incorporation to this office.

Sincerely yours,



WILLIAM R. SMITH



FILED
97 JAN -9 PM 12:52
DEPT. OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF**

B D S RACING, INC.

FILED
97 JAN -9 PM 12:52
SECRETARY OF STATE
TALLAHASSEE FLORIDA

**ARTICLE I
CORPORATE NAME, PRINCIPAL OFFICE
AND MAILING ADDRESS**

The name of this Corporation shall be: ***B D S RACING, INC.***, with its principal office located at 1302 North Side Drive, Ormond Beach, Florida 32174 and its corporate mailing address being the same.

**ARTICLE II
NATURE OF BUSINESS AND POWER**

The general nature of the business to be transacted by this Corporation is to engage in any and all business 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 issue and have outstanding at any one time is 1,000 shares of common stock having a par value of One Dollar (\$1.00) per share.

**ARTICLE IV
TERM OF EXISTENCE**

This Corporation shall have perpetual existence, commencing upon filing of these Articles.

**ARTICLE V
REGISTERED AGENT
AND
INITIAL REGISTERED OFFICE**

The Registered Agent and the street address of the initial registered office of this Corporation in the state of Florida shall be:

WILLIAM R. SMITH
1302 North Side Drive
Ormond Beach, Florida 32174

The Board of Directors, from time to time, may move the Registered Office to any other address in the State of Florida.

ARTICLE VI
BOARD OF DIRECTORS

This Corporation shall have two (2) directors initially. The number of directors may be increased or diminished from time to time by By-Laws adopted by the stockholders, but shall never be less than one (1).

ARTICLE VII
INITIAL DIRECTORS

The name of the initial director of this Corporation and his street address is:

WILLIAM R. SMITH
1302 North Side Drive
Ormond Beach, Florida 32174

The persons named as initial directors shall hold office for the first year of existence of this Corporation or until their successors are elected or appointed and have qualified, whichever occurs first.

ARTICLE VIII
OFFICERS

The officers of this Corporation shall be a President, Secretary and Treasurer, and any other office as the Board of Directors may deem necessary. Any two or more offices may be held by the same person.

ARTICLE IX
INITIAL OFFICERS

The names of the initial officers of this Corporation and their street addresses are:

President
Secretary

WILLIAM R. SMITH
1302 North Side Drive
Ormond Beach, Florida 32174

Treasurer

DEBRA SUE SMITH
1302 North Side Drive
Ormond Beach, Florida 32174

ARTICLE X
INCORPORATORS

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

WILLIAM R. SMITH
1302 North Side Drive
Ormond Beach, Florida 32174

ARTICLE XI
AMENDMENTS

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 at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporate be made.

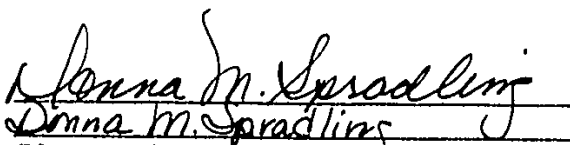
IN WITNESS WHEREOF, the undersigned as Incorporator has executed the foregoing Articles of Incorporation on this ____ day of January, 1997.



WILLIAM R. SMITH

STATE OF FLORIDA
COUNTY OF VOLUSIA

BEFORE ME, a Notary Public, personally appeared, **WILLIAM R. SMITH**, who is personally known to me or who has produced _____ as identification and who executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed to these Articles of Incorporation on this 3rd day of January, 1997.



Donna M. Spradling
(Notary - print name)

Notary Public - State of Florida
Commission No. 0345057
My Commission Expires: 01-30-98



DONNA M SPRALING
My Commission CC345057
Expires Jan. 30, 1998
Bonded by ANB
800-852-8878

CERTIFICATE

In compliance with Section 48.091, Florida Statutes, the following is submitted:

That ***B D S RACING, INC.***, 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 Ormond Beach, County of Volusia, State of Florida, has named ***WILLIAM R. SMITH***, of 1302 North Side Drive, Ormond Beach, Volusia County, Florida, as its agent to accept service of process within this State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above-named corporation, at the place designated in this Certificate, the undersigned agrees to act in this capacity, and agrees to comply with the provisions of Florida relative to keeping the designated office open.



WILLIAM R. SMITH, as Registered Agent

FILED
97 JAN -9 PM 12:52
SECRETARY OF STATE
TALLAHASSEE FLORIDA