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A PROFESSIONAL ASSOCIATION

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Prudential
January 23, 1997

State of Florida
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

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ATTN: New Corporations

Re: AM-KART, INC. and KARTWORLD MAINGATE, INC.

Dear Madam or Sir:

Enclosed please find two original signed copies of each of the above-referenced Articles of Incorporation for filing. Also enclosed are two separate checks in the amount of \$122.50. After filing the Articles, please forward certified copies of each corporation to us.

Thank you in advance for your assistance in this matter. If you have any questions, please feel free to call us directly.

Sincerely yours,

Elise Y. Lambach

Elise Y. Lambach
Legal Assistant

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Enclosures

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FILED
97 JAN 27 PM 12:52
STATE OF FLORIDA
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
KARTWORLD MAINGATE, INC.

The undersigned incorporator delivers these Articles of Incorporation in order to form a corporation under the Florida Business Corporation Act.

FILED
97 JAN 27 PM 9:52
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE I
Name

The name of the Corporation shall be **KARTWORLD MAINGATE, INC.**

ARTICLE II
Principal Office

The principal office of the Corporation is located at 530 Read Circle, St. Cloud, Florida 34772, and its mailing address is 530 Read Circle, St. Cloud, Florida 34772.

ARTICLE III
Corporate Purposes, Power and Rights

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

ARTICLE IV
Duration of the Corporation

Existence of the Corporation shall commence on the date all fees are paid and these Articles of Incorporation are filed by the Secretary of State and the Corporation shall exist perpetually unless dissolved according to law.

ARTICLE V
Authorized Stock

The total number of shares of capital stock which the Corporation has the authority to issue is 10,000 shares of Common Stock, with a \$1.00 par value per share.

ARTICLE VI
Registered Office and Registered Agent

The street address of the initial registered office of the Corporation in the State of Florida shall be 530 Read Circle, St. Cloud, Florida 34772. The name of the initial registered agent of the Corporation at the registered office shall be ROBERT R. CLARK.

ARTICLE VII
Initial Board of Directors

The initial Board of Directors shall consist of one person. The name and address of the person who shall serve as director of the Corporation until the first meeting of shareholders is:

<u>Name</u>	<u>Address</u>
ROBERT R. CLARK	530 Read Circle St. Cloud, Florida 34772

ARTICLE VIII
Incorporator

The name and address of the incorporator of the Corporation is:

<u>Name</u>	<u>Address</u>
ROBERT R. CLARK	530 Read Circle St. Cloud, Florida 34772

ARTICLE IX
Preemptive Rights

The shareholders of the Corporation shall have the preemptive right to acquire unissued or treasury shares of the Corporation as provided in §607.0630, Florida Statutes.

Executed this 23 day of ^{JAN} ~~December~~, 1996.


ROBERT R. CLARK, Incorporator

ACCEPTANCE OF REGISTERED AGENT

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 obligations of my position as Registered Agent.


ROBERT R. CLARK, Registered Agent

Date: ^{JAN} ~~December~~ 23, 1996

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SECRETARY OF STATE
TALLAHASSEE FLORIDA