

Daniel Guerrieri, P.A.  
ATTORNEY AT LAW

P97000012742

February 4, 1997

**FEDERAL EXPRESS**

Secretary of State  
Division of Corporations  
409 E. Gaines Street  
George Firestone Building  
Tallahassee, Florida 32399

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 FEB - 6 AM 9:05

RE: GLOBAL RACING, INC.

EFFECTIVE DATE  
2-4-97

900002080469--7  
-02/06/97--01095--014  
\*\*\*122.50 \*\*\*122.50

Gentlemen:

Enclosed please find an original and one copy of the Articles of Incorporation with regard to the above captioned for filing. Also enclosed is our check #2648 in the amount of \$122.50, made payable to Secretary of State, representing your fee for filing same.

Should you have any questions or need any additional information, please do not hesitate to contact me.

Very truly yours,



DANIEL GUERRIERI

Enclosure as stated  
DG/ab

1/31  
2/10

FITTIPALDI EXECUTIVE CENTER

950 SOUTH MIAMI AVENUE MIAMI, FLORIDA 33130-4121

DADE (305) 381-6000 BROWARD (305) 763-8303 FACSIMILE (305) 372-8868

EFFECTIVE DATE  
2-4-97

## ARTICLES OF INCORPORATION

OF

### GLOBAL RACING, INC.

We, the undersigned subscriber to these Articles of Incorporation, natural persons competent to contract, hereby form a corporation under the Laws of the State of Florida.

#### ARTICLE I - NAME

The name of the corporation shall be GLOBAL RACING, INC.

#### ARTICLE II - NATURE OF BUSINESS

The general nature of the business to be transacted by the Corporation and its objects and powers shall be to engage in any activity or business permitted under the laws of the United States and of the State of Florida.

#### ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock this Corporation is authorized to have outstanding at any one time shall be 1000 shares of common stock of the par value of \$1.00 per share. The consideration to be paid for each share shall be fixed by the Board of Directors.

#### ARTICLE IV - TERM OF EXISTENCE

This Corporation shall have perpetual existence from the date of the incorporator's execution and adoption of these Articles of Incorporation.

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

The initial registered agent of this Corporation and the street address of the initial registered office is as follows:

**TIMOTHY A. MAYER  
950 South Miami Avenue  
Miami, Florida 33130-4121**

**ARTICLE VI - PRINCIPAL PLACE OF BUSINESS**

The address of the principal office and the initial street address, in this State, of this Corporation is 950 SOUTH MIAMI AVENUE, MIAMI, FL 33130. The Board of Directors may, from time to time, move the principal office to any other address in Florida.

**ARTICLE VII - INITIAL DIRECTOR and INCORPORATOR**

The name and street address of the person signing these articles and the name and address of the person who shall serve on the first Board of Directors is:

**Director  
Jorge Cintra  
950 South Miami Avenue  
Miami, Florida 33130**

**Director/Incorporator  
Timothy A. Mayer  
950 South Miami Avenue  
Miami, Florida 33130**

**ARTICLE VIII - AMENDMENT**

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 the stockholders' meeting by a majority of the stock entitled to vote thereon, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, I, the incorporator above named, have hereunto set my  
hand and seal this 4th day of February, 1997.


  
**TIMOTHY A. MAYER, Incorporator**

**STATE OF FLORIDA**

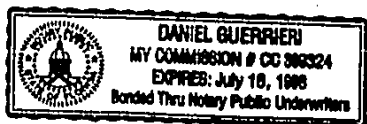
**COUNTY OF DADE**

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized  
in the State and County named above to take acknowledgments, personally appeared  
**TIMOTHY A. MAYER** to me known to be the person described as subscriber in and who  
executed the foregoing Articles of Incorporation, and acknowledged before me that he  
subscribed to those Articles of Incorporation.

WITNESS my hand and official seal in the County and State named above, this  
4th day of February, 1997.

  
**NOTARY PUBLIC State of Florida at Large**

My Commission Expires:



**CERTIFICATE DESIGNATING REGISTERED AGENT AND  
PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF  
PROCESS WITHIN FLORIDA, AND ACCEPTANCE OF  
AGENT UPON WHOM PROCESS MAY BE SERVED**

In compliance with Florida law the following is submitted:

GLOBAL RACING, INC., desiring to organize or qualify under the Laws of the State of Florida, with its principal place of business at 950 South Miami Avenue, Miami, Florida, 33130, has named **TIMOTHY A. MAYER**, as its agent to accept service of process within Florida.

Dated: February 4, 1997

  
TIMOTHY A. MAYER,, Incorporator

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**ACCEPTANCE OF REGISTERED AGENT**

Having been named to accept service of process for **GLOBAL RACING, INC.**, at the place designated in the Articles of Incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S. 607.0501(3).

  
TIMOTHY A. MAYER  
Registered Agent