R SHEET

DIVISION OF CORPORATIONS

FROM: EMPIRE CORPORATE KIT COMPANY

CONTACT: RAY STORMONT

PHONE: (305)541-3694

NAME: MCLAREN INTERNET RACING TRAM, INC.

AUDIT NUMBER..... 197000002705

DOC TYPE..... PLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0 CERT. COPIES....1

PAGES..... 4

DEL METHOD .. FAX

EST.CHARGE.. \$122.50

NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE FAX

AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

** ENTER 'M' FOR MENU. **

ENTER SELECTION AND <CR>: 2/14/97

Help F1 Option Menu F2

FLORIDA DI

NUM

ACCT#:

Connect: 00:08:29

072450003255

FAX #: (305)541-3770

άj

P.18/21

EMPIRE CORPORATE KIT

EB-14-1661 15:12

ARTICLES OF INCORPORATION

TALLAHASSEE, FLORIDA Incorporation, a natural person competant to contract, hereby undertakes to form a corporation under the laws of the State of Florida.

ARTICLE 1. NAME. The name of this corporation is McLaren

Internet Racing Team, Inc.

ARTICLE 2. DURATION. This corporation is to exist perpetually, commencing at the time of the filing of these Articles of Incorporation.

ARTICLE 3. PURPOSE. This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE 4. CAPITAL STOCK. This corporation is authorized to issue one hundred (100) shares of one dollar (\$1.00) par value

capital stock.

ARTICLE 5. PRE-EMPTIVE STOCK. Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he or she already holds, shall have the right to purchase his or her pro-rate share of such new stock at the price at which it is offered to others.

ARTICLE 6. INITIAL REGISTERED OFFICE & AGENT. The street address of the initial registered office of this corporation is 15411 SW 77 Circle Lane, #205, Miami, Florida 33193, and the name of the initial registered agent of this corporation is William L. Walls.

ARTICLE 7. INITIAL PRINCIPAL PLACE OF BUSINESS. The street

address of the initial principal place of business of this corporation is 15411 SW 77 Circle Lane, #205, Miami, Florida 33193.

ARTICLE 8. INITIAL BOARD OF DIRECTORS. This corporation shall have one (1) director initially. The name and address of the corporation of the corporati the initial director of this corporation is William L. Wells, 15411 8W 77 Circle Lane, #205, Miami, Florida 33193.

ARTICLE 9. SUBSCRIBER. The name and address of the subscriber to these Articles of Incorporation is William L. Wells, 15411

SW 77 Circle Lane, #205, Miami, Florida 33193.
ARTICLE 10. INDEMNIFICATION. This corporation shall indemnify any officer or director or any former officer or director, to

the full extent as permitted by law.

ARTICLE 11. AMENDMENT. This corporation reserves the right to amend or repeal any provision contained in the Articles of Incorporation, or amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 14 day of FRONDARY 1997.

This instrument prepared by: Mark S. Kimmel, Esq. 6701 Sunset Drive, #105 Miami, Florida 33143 305-661-6400 FL Bar No.: 273201

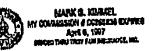
H 97000002705

H 97000002705

STATE OF PLORIDA

COUNTY OF DADE

BEFORE ME, a Notary Public, duly authorized in the State and county named above to take acknowledgements, personally appeared william L. Wells, to me known to be the person described as subscriber in and who executed the foregoing Articles of Incorporation and he acknowledged before me that he executed and subscribed to these Articles of Incorporation.



H 97000002705

H 97000002705

CERTIFICATE DESIGNATING PLACE OF SUSTRESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, HAMING AGENT UPON WHOM PROCESS MAY BE SERVED:

IN COMPLIANCE WITH SECTION 48.091, PLORIDA STATUTES THE FOLLOWING IS SUBMITTED:

FIRST... that McLaren Internet Racing Team, Inc. is desirous to organize under the Laws of the State of Florida, with its principal place of business at Miami, Florida has named William L. Wells, located at 18411 SW 77 Circle Lane, #205, Miami, Florida 33193 as its agent to accept service of process within Florida.

By: // 14 FRARUARY 199 /

HAVING BEEN NAMED to accept service of process for the above stated corporation at the place designated in this Cartificate, I heraby agree to act in this capacity.

Date: 14 FEBRUARY 1997

97 FEB 14 PH 5: 22
SECRETARY OF STATE
TALL AHASSEF FLORIDA

H 97000002705