

P97000022204

March 5, 1997

VIA FEDERAL EXPRESS

Department of State
Division of Corporations
409 E. Gaines St.
Tallahassee, Florida 32399

100002105051--2
-03/05/97--01068--008
*****70.00 *****70.00

Re: Tin Man Motorsports, Inc.

Dear Sir/Madame:

Please find enclosed an original and one (1) copy of the articles of incorporation and certificate of designation of registered agent/registered office for the above corporation. Also enclosed is a check in the amount of \$70.00 which represents your fee.

Please send a stamped copy of the articles to the following address:

Theresa Byington
P.O. Box 665
Tampa, Florida 33601-0665

Thank you.

Sincerely,

Theresa Byington
Theresa Byington

TB
Enclosures

MAR 12

BSB

FILED
97 MAR -5 AM 9:00
TALLAHASSEE, FLORIDA
STATE

**ARTICLES OF INCORPORATION
OF
TIN MAN MOTORSPORTS, INC.**

FILED

97 MAR -5 AM 9:00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned Incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

TIN MAN MOTORSPORTS, INC.

The address of the principal office of this corporation shall be 6425 Ulmerton Road, Largo, Florida 33771, and the mailing address shall be Post Office Box 675, Tampa, Florida 33601-0675.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock having a par value of \$1.00 per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 501 South Boulevard, Tampa, Florida 33606, and the name of the initial registered agent of the corporation at that address is Theresa Byington.

ARTICLE V. TERM OF EXISTENCE

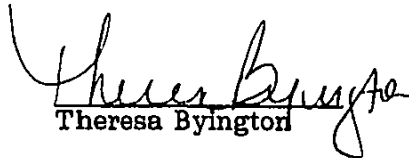
This corporation is to exist perpetually.

ARTICLE VI. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

Theresa Byington
501 South Boulevard
Tampa, Florida 33606

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal on this 4th day of March, 1997.



Theresa Byington

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

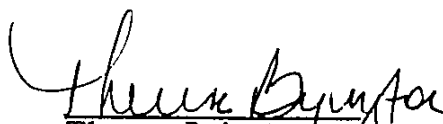
Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: Tin Man Motorsports, Inc.
2. The name and address of the registered agent and office is:

Theresa Byington, Registered Agent
501 South Boulevard
Tampa, Florida 33606


Theresa Byington, President
Date: 3/4/97

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.


Theresa Byington
Date: 3/4/97

TALLAHASSEE, FLORIDA
9:00 AM
MAR -5
1997