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JENNIFER L. WHITELAW
Attorney at Law

850 PARK SHORE DRIVE
SUITE 203
NAPLES, FLORIDA 34103-3587

(941) 262-1001
TELECOPIER (941) 261-0057

INTELLECTUAL PROPERTY
AND RELATED CAUSES

VIA U.S. EXPRESS MAIL # EM548699660US

April 22, 1997

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

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-04/23/97--01098--009
****122.50 ****122.50

Re: Incorporation - Monster MotorSport Products, Inc.

Dear Sir or Madam:

I enclose for filing the Articles of Incorporation for Monster MotorSport Products, Inc. Please file immediately and return the certificate and all other corporate documents to the corporation c/o my office at the above address.

Also enclosed is my law office check for all government, filing, issue and certification fees.

Sincerely,

Jennifer L. Whitelaw

Enclosures - 2

cc: Mr. Dale "Rev" Prochnow

APR 24 BSB

FILED
97 APR 23 PM 2:09
TALLAHASSEE, FLORIDA

Articles of Incorporation
of
Monster MotorSport Products, Inc.

FILED

97 APR 23 PM 2:09

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned acting as incorporator of a corporation under the Florida Business Corporations Act adopts the following Articles of Incorporation of such corporation:

ARTICLE I
NAME

The name of the corporation is Monster MotorSport Products, Inc.
The mailing address is c/o Law Offices of Jennifer L. Whitelaw, 850 Park Shore Drive, Suite 203, Naples, Florida 34103.

ARTICLE II
CORPORATE DURATION

The period of its duration is perpetual.

ARTICLE III
PURPOSES

The purpose is to manufacture and market products and merchandise dealing with the motorsport industries, and any other activity or business permitted under the laws of the United States and Florida.

ARTICLE IV
CAPITALIZATION

The Corporation shall have the authority to issue 1,000 shares of common stock with \$1.00 par value.

ARTICLE V
REGISTERED OFFICE AND AGENT, INCORPORATOR

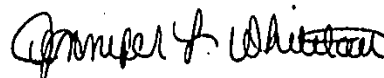
The address of the initial registered office is Law Offices of Jennifer L. Whitelaw, 850 Park Shore Drive, Suite 203, Naples, Florida 34103, and the name of its initial registered agent and incorporator at said address is Jennifer L. Whitelaw.

ARTICLE VI
DIRECTORS

The number of directors constituting the initial board of directors of the corporation is one, whose name and address is:

Dale "Rev" Prochnow, 927 S.E. 16th Terrace, Cape Coral, Florida 33990

Dated: April 22, 1997



Jennifer L. Whitelaw