

P97000096813

Daniel J. Depagnier
1413 S.E. Village Green Drive
Port St. Lucie, Florida 34952

Telephone # (561) 335-1990

November 5, 1997

Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Re: VORTEX MOTOR SPORTS GROUP, INC.

To Whom It May Concern:

Enclosed please find the following:

1) Original and one copy of the Articles of Incorporation for
VORTEX MOTOR SPORTS GROUP, INC.

2) Check number 328 in the amount of \$122.50.

If you have any questions, please do not hesitate contacting
me.

Sincerely,


Daniel J. Depagnier

Enclosures

400002342424--1
-11/10/97--01050--007
****122.50 ****122.50

FILED
97 NOV 10 PM 12:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

P. Hall
NOV 13 1997

ARTICLES OF INCORPORATION
OF
VORTEX MOTOR SPORTS GROUP, INC.

FILED
97 NOV 10 PM 12:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

NAME

The name of this corporation shall be VORTEX MOTOR SPORTS GROUP, INC.

ARTICLE II

PURPOSE

This corporation is organized for the purpose of engaging or transacting any or all activity of business permitted under the laws of the United States and that of this State.

ARTICLE III

DURATION

This corporation shall have perpetual existence.

ARTICLE IV

CAPITOL STOCK

This corporation is authorized to issue 1,000 shares of \$1.00 par value common stock. Each shareholder of this corporation shall have preemptive rights regarding the issuance of additional shares of stock.

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is: 1413 S.E. Village Green Drive, Port St. Lucie, Florida 34952. The name of the initial registered agent of this corporation at that address is: Daniel J. Depagnier. The principal office and the registered office are the same. I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation.


DANIEL J. DEFAGNIER

ARTICLE VI

DIRECTORS

This corporation shall have two (2) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws but shall never be less than one (1). The names and addresses of the initial Directors of this corporation are:

Daniel J. Depagnier 410 N.E. Camelot Drive Port St. Lucie,
Florida 34983

Anthony Valicenti 1825 S.E. Deming Avenue Port St. Lucie,
Florida 34952

ARTICLE VII

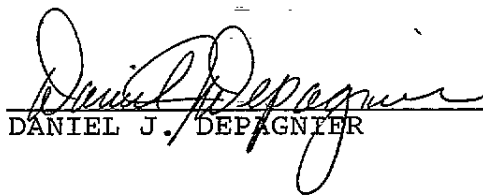
INCORPORATORS

The name and address of the Incorporator signing these articles is: Daniel J. Depagnier 410 N.E. Camelot Drive Port St. Lucie, Florida 34983.

ARTICLE VIII

AMENDMENT

These Articles of Incorporation may be amended by a majority vote of the outstanding shares of the corporation entitled to vote, or by an amendment, signed by all the stockholders of the corporation. IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation the 1st day of October 1997.


DANIEL J. DEPAGNIER

FILED
97 NOV 10 PM 12:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA

COUNTY OF ST. LUCIE

BEFORE ME, a notary public authorized to take acknowledgements in the state and county set forth above, personally appeared Daniel J. Depagnier, known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed said Articles of Incorporation. IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the state and county aforesaid, this 1st day of October, 1997.

Darin T. Olton

Notary Public
State of Florida at Large
My commission expires: 10-13-01

(Notarial Seal)

