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FLORIDA DIVISION OF CORPORATIONS  
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FROM: EMPIRE CORPORATE KIT COMPANY

ACCT#: 072450003255

CONTACT: RAY STORMONT

PHONE: (305)541-3694

FAX #: (305)541-3770

NAME: YAMAHA MOTORSPORTS DEPOT, INC.

AUDIT NUMBER.....H97000020773

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

CERT. OF STATUS..0

PAGES..... 5

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ARTICLES OF INCORPORATION

The undersigned subscriber(s) to these Articles of Incorporation, competent to contract, hereby associates and forms a corporation under the laws of the State of Florida.

ARTICLE I

The name of this corporation is: YAMAHA MOTORSPORTS DEPOT, INC. The corporate mailing address is: 2240 Northwest 119th Street, Miami, Florida 33167.

ARTICLE II

The general nature of the business to be transacted by this corporation is to enter all aspects of motorsports or any other lawful purpose. It shall have every corporate power granted by the Florida legislature.

ARTICLE III

The maximum number of shares of stock with which this corporation is authorized to have outstanding at any time is 50 shares at no par value.

ARTICLE IV

This corporation shall have perpetual existence.

ARTICLE V

The street address of the initial registered office of this corporation is: 19 West Flagler Street, Suite 602, Miami, Florida 33130-4477, and the name of the initial registered agent of this corporation at that address is: Brian R. Hersh, Esquire.

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LAW OFFICES  
BRIAN R. HERSH  
SUITE 602, BISCAYNE BUILDING  
19 WEST FLAGLER STREET  
MIAMI, FLORIDA 33130-4477  
FLORIDA BAR NO: 104540  
(305) 371.6294

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**ARTICLE VI**

This corporation shall have four (4) director(s) 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 name(s) and the address(es) of the initial director(s) of this corporation is (are):

<b>Kiran Patel</b>	<b>2240 Northwest 119th Street Miami, Florida 33167</b>
<b>Anil Patel</b>	<b>2240 Northwest 119th Street Miami, Florida 33167</b>
<b>Dipak Patel</b>	<b>2240 Northwest 119th Street Miami, Florida 33167</b>
<b>Vijay Patel</b>	<b>2240 Northwest 119th Street Miami, Florida 33167</b>

**ARTICLE VII**

The name and address of the person signing these Articles is:

<b>Kim Tote, Asst. Secretary</b>	<b>19 West Flagler Street, #602 Miami, Florida 33130</b>
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**ARTICLE VIII**

Each shareholder shall have the preemptive right to purchase at the price at which it is offered to others, and on the same terms, his or her pro rata share of any authorized and unissued and Treasury Stock of this Corporation of the same kind, class or series as that which he or she already holds, which is offered for sale by the corporation.

**LAW OFFICES  
BRIAN R. HERSH  
SUITE 602, BISCAYNE BUILDING  
19 WEST FLAGLER STREET  
MIAMI, FLORIDA 33130-4477  
FLORIDA BAR NO: 104540**

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ARTICLE IX

This corporation reserves the right to amend, alter or repeal any provisions contained in these Articles of Incorporation or any amendments to these Articles of Incorporation in the manner now or hereafter prescribed by statute, and all rights conferred upon the shareholders are subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber(s) has executed these Articles of Incorporation this 17<sup>th</sup> day of December, 1997.

Kim Tote  
Kim Tote, Assistant Secretary

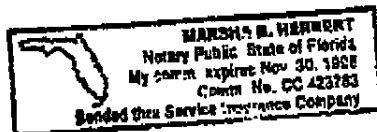
STATE OF FLORIDA     )  
                                  )ss:  
COUNTY OF DADE     )

BEFORE ME, the undersigned authority, authorized to take acknowledgments in the State and County set forth above, personally appeared Kim Tote, known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and she acknowledged before me that she executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 17<sup>th</sup> day of December, 1997.

Marsha B. Herbert  
NOTARY PUBLIC, STATE OF FLORIDA

My Commission Expires:



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BRIAN R. HERSH  
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**CERTIFICATE DESIGNATING REGISTERED PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OR PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.**

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First—That YAMAHA MOTORSPORTS DEPOT, INC., desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the articles of incorporation at City of Miami, County of Dade, State of Florida, has named BRIAN R. HERSH, located at 19 West Flagler Street, Suite 602, Biscayne Building, City of Miami, County of Dade, State of Florida, as its agent to accept service of process within this State.

**ACKNOWLEDGMENT: (MUST BE SIGNED BY DESIGNATED AGENT)**

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

BY:

  
(Registered Agent)  
BRIAN R. HERSH

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