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REPLY TO:

Ft. Lauderdale

January 9, 1998

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* REGISTERED PATENT ATTORNEY

VIA FEDERAL EXPRESS

Secretary of State
Corporate Records Bureau
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

Re: Super Mini Cup USA, Inc.

Dear Sir or Madam:

Enclosed please find the following documents to incorporate the above-referenced entity:

1. Articles of Incorporation
2. Certificate of Registered Agent of Andrew P. Gold.

Enclosed is our firm's check in the amount of \$122.50 which represents the filing fee. Please file the enclosed Articles, and return a certified copy of same in the envelope provided.

Thank you for your assistance in this matter, and please do not hesitate to contact us if you have any questions.

Very truly yours,

KLUGER, PERETZ, KAPLAN & BERLIN, P.A.

Andrew P. Gold

APG/thc
Enclosures

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****122.50 ****122.50

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98 JAN 12 AM 8:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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98 JAN 12 AM 8:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

SUPER MINI CUP USA, INC.

**The undersigned subscriber to these Articles of Incorporation,
hereby forms a corporation under the laws of the State of Florida.**

ARTICLE I

NAME

The name of the corporation is Super Mini Cup USA, Inc.

ARTICLE II

PRINCIPAL OFFICE AND MAILING ADDRESS

The address of the corporation's principal office is c/o Andrew P. Gold, Esquire, Kluger, Peretz, Kaplan & Berlin, P.A., 1701 Barnett Bank Tower, One East Broward Boulevard, Fort Lauderdale, Florida 33301. The corporation's mailing address is c/o Andrew P. Gold, Esquire, Kluger, Peretz, Kaplan & Berlin, P.A., 1701 Barnett Bank Tower, One East Broward Boulevard, Fort Lauderdale, Florida.

ARTICLE III

DURATION AND COMMENCEMENT OF CORPORATE EXISTENCE

The corporation shall exist perpetually. The corporate existence

shall commence upon the filing of these Articles of Incorporation with the Department of State.

ARTICLE IV

NATURE OF BUSINESS

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE V

CAPITAL STOCK

The corporation is authorized to have outstanding one class of stock, to be designated as Common Stock. The maximum number of shares of Common Stock which the corporation is authorized to have outstanding is 1,000 shares of Common Stock of a par value of \$1.00 per share. Holders of Common Stock are entitled to vote on all questions required by law on the basis of one vote per share and there shall be no cumulative voting. Holders of Common Stock shall have pre-emptive rights to subscribe to the corporation's securities and are entitled to receive the net assets of the corporation upon dissolution.

ARTICLE VI

INITIAL REGISTERED AGENT AND OFFICE

The name of the initial registered agent of this corporation is

Andrew P. Gold, Esquire. The street address of the corporation's initial registered office is Kluger, Peretz, Kaplan & Berlin, P.A., 1701 Barnett Bank Tower, One East Broward Boulevard, Fort Lauderdale, Florida 33301.

ARTICLE VII

INITIAL BOARD OF DIRECTORS

The corporation shall have two initial directors. The number of directors may be increased or decreased from time to time in the manner provided in the bylaws of the corporation. The names and street addresses of the initial directors are:

**Tom North
c/o Andrew P. Gold, Esquire
Kluger, Peretz, Kaplan & Berlin, P.A.
1701 Barnett Bank Tower
Fort Lauderdale, Florida 33301**

**Jeff Clark
c/o Andrew P. Gold, Esquire
Kluger, Peretz, Kaplan & Berlin, P.A.
1701 Barnett Bank Tower
Fort Lauderdale, Florida 33301**

ARTICLE VIII

INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation is Jeff Clark, c/o Andrew P. Gold, Esquire, Kluger, Peretz,

**Kaplan & Berlin, P.A., 1701 Barnett Bank Tower, One East Broward
Boulevard, Fort Lauderdale, Florida 33301.**

ARTICLE IX

BYLAWS

**The power to adopt, alter, amend or repeal bylaws shall be vested
in the Board of Directors and the shareholders.**

ARTICLE X

INDEMNIFICATION

**The corporation shall indemnify, to the full extent permitted by law,
the Incorporator, any officer or director of the corporation.**

**IN WITNESS WHEREOF, the undersigned Incorporator has executed
these Articles of Incorporation this 7th day of January, 1998.**

By: 
JEFF CLARK

FILED

98 JAN 12 AM 8:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE OF REGISTERED AGENT

OF

SUPER MINI CUP USA, INC.

Pursuant to Section 607.0501 of the Florida Business Corporations Act, the following is submitted, in compliance with said Act:

That Super Mini Cup USA, Inc., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Corporation, has named Andrew P. Gold, Esquire, Kluger, Peretz, Kaplan & Berlin, P.A., 1701 Barnett Bank Tower, One East Broward Boulevard, Fort Lauderdale, Florida 33301, County of Broward, State of Florida, as its agent to accept service of process within this State.

ACKNOWLEDGMENT

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

Dated this 9 day of January, 1998


Andrew P. Gold