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FILED  
98 APR 10 AM 10:06  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

COVER LETTER

MARCH 17, 1998

400002467584--1  
-03/25/98-01012-004  
\*\*\*\*122.50 \*\*\*\*122.50

SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
P.O. BOX 6327  
TALLAHASSEE, FLORIDA 32314

RE: ARTICLES OF INCORPORATION-RACING STUFF, INC. 6

DEAR SECRETARY OF STATE

ENCLOSED PLEASE FIND THE ORIGINAL AND ONE COPY OF ARTICLES OF INCORPORATION, TOGETHER WITH MY CHECK IN THE AMOUNT OF \$ 122.50.

THIS REPRESENTS THE COST OF THE FILING FEES FOR ARTICLES OF INCORPORATION AND FEE FOR REGISTERED AGENT DESIGNATION FOR THE ABOVE NAMED CORPORATION.

VERY TRULY YOURS

*Terrie L. Brown*

TERRIE L. BROWN

RACING STUFF, INC  
1661 CROOKED ARROW CT  
CAPE CORAL, FL 33990

TELEPHONE (941) 772-8982

*W 98-6812  
2554*

F. CHESSEY APR 14 1998



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham  
Secretary of State

March 27, 1998

TERRIE BROWN  
RACING STUFF, INC.  
1661 CROOKED ARROW COURT  
CAPE CORAL, FL 33990

SUBJECT: RACING STUFF, INC.  
Ref. Number: W98000006812

FILED  
98 APR 10 AM 10:07  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

We have received your document for RACING STUFF, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent must have a Florida street address. A post office box is not acceptable.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6904.

Freida Chesser  
Corporate Specialist

Letter Number: 898A00016452

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF  
RACING STUFF, INC.

ARTICLE I-NAME

THE NAME OF THE CORPORATION SHALL BE : RACING STUFF, INC.

ARTICLE II-PRINCIPAL OFFICE

THE PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS OF THE CORPORATION SHALL BE:

1661 CROOKED ARROW CT  
CAPE CORAL, FL 33990

ARTICLE III-STOCK

THE NUMBER OF SHARES OF STOCK THAT THE CORPORATION ISSUES IS 1000 SHARES-COMMON  
AT \$ 1.00 PER SHARE. INITIAL DISTRIBUTION IS AS FOLLOWS:

TERRIE L. BROWN-300 SHARES  
LORETTA BROWN-100 SHARES  
LINDA WARNER-100 SHARES

ALL OTHER OUTSTANDING SHARES OF STOCK WILL REMAIN WITH THE CORPORATION AT THIS TIME

ARTICLE IV-REGISTERED AGENT

THE NAME AND ADDRESS OF THE REGISTERED AGENT IS:

TERRIE L. BROWN  
1661 CROOKED ARROW CT  
CAPE CORAL, FL 33990

ARTICLES OF INCORPORATION  
OF

RACING STUFF, INC.

ARTICLE V-INCORPORATORS

THE NAME AND ADDRESS OF THE INCORPORATOR OF THESE ARTICLES OF INCORPORATION IS:

TERRIE L. BROWN  
P.O. BOX 2695  
FT MYERS, FL 33902

THE UNDERSIGNED INCORPORATOR HAS EXECUTED THESE ARTICLES OF INCORPORATION THIS

19<sup>th</sup> DAY OF March, 1998

Terrie L. Brown  
TERRIE L. BROWN

Mona L. Lawless  
WITNESS  
State of FL County of LEE  
Signed before me on this 19 day  
of MAR, 1998 by  
Notary Public MONA L. LAWLESS



"OFFICIAL SEAL"  
Mona L. Lawless  
My Commission Expires 10/2/98  
Commission #CC 411009

ARTICLES OF INCORPORATION  
OF

RACING STUFF, INC.

ARTICLE VI-RIGHTS AND RESPONSIBILITIES

SHAREHOLDERS SHALL HAVE NO PREEMPTIVE RIGHTS

TO THE EXTENT ALLOWED BY LAW, THE SHAREHOLDERS AND OFFICERS OF THE CORPORATION ASSUME NO PERSONAL RESPONSIBILITY.

ARTICLE VII-OFFICERS OF THE CORPORATION

TERRIE L. BROWN-DIRECTOR  
LORETTA M. BROWN-PRESIDENT  
LINDA WARNER-VICE PRESIDENT AND SECRETARY

ARTICLE VIII-OWNERSHIP AND TRANSFER

IN THE EVENT OF THE DEATH OF A SHAREHOLDER, THEIR STOCK CAN BE DISTRIBUTED AT THEIR DISCRETION, WITH THE FOLLOWING CONDITION:

IF THE HEIRS CHOOSE TO LIQUIDATE THEIR SHARES OF STOCK, THE CORPORATION MUST HAVE FIRST RIGHTS TO PURCHASE THE STOCK BACK, AT THE MARKET VALUE AT THAT TIME.

ARTICLES OF INCORPORATION  
OF

RACING STUFF, INC.

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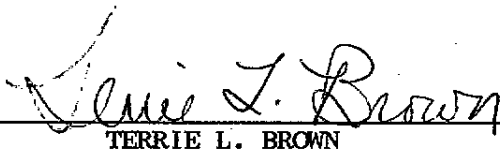
CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. THE NAME OF THE CORPORATION IS: RACING STUFF, INC.
2. THE NAME AND ADDRESS OF THE REGISTERED AGENT/REGISTERED OFFICE IS:

TERRIE L. BROWN  
1661 CROOKED ARROW CT.  
CAPE CORAL, FL 33990

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.

  
TERRIE L. BROWN

4-7-98  
DATE





WITNESS  
OFFICIAL SEAL®  
Mona L. Lawless  
My Commission Expires 10/2/98  
Commission #CC 411009

4-7-98  
DATE