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-03/23/98-01063-012
****122.50 ****122.50
686 Verbenia Drive
Satellite Beach, FL 32937
17 February 1998

Florida Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

Motorsports, Inc.

RE: Sunshine ~~Racing, Inc.~~

FILED
98 APR 13 AM 9:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Enclosed please find the original and one copy of the Articles of Incorporation, together with my check in the amount of \$122.50. I believe this represents the cost of the Filing Fees, Certified Copy of the Articles of Incorporation and the fee for Registered Agent Designation for Sunshine Racing, Inc.

Sincerely,

Paul M. Lucas

Paul M. Lucas

*Dmc
4/15/98*

~~*4/15/98*~~



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

March 25, 1998

PAUL M. LUCAS
686 VERBENIA DR.
SATELLITE BCH, FL 32937

SUBJECT: SUNSHINE RACING, INC.
Ref. Number: W98000006609

We have received your document for SUNSHINE RACING, 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 name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

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) 487-6995.

Wanda Sampson
Document Specialist

Letter Number: 698A00015941

686 Verbenia Drive
Satellite Beach, FL
32937
7 April 1998

Florida Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

RE: Sunshine Motorsports, Inc.
Ref. # W98000006609

I received your letter of 25 March (letter # 698A00015941) and followed up with a call on 30 March to (850) 487-6995 to clarify the issue(s) concerning our application for use of this corporation name. As a result, we have decided to apply for incorporation as Sunshine Motorsports, Inc. Therefore, as instructed by your office, I am returning this amended application and a copy of your letter and would appreciate it if you would continue to process this application under the new name.

Sincerely,

Paul M. Lucas,
Secretary/Treasurer

ARTICLES OF INCORPORATION

Motorsports *Paul* of
Sunshine ~~Beach~~ *Beach*, Inc.
(name of corporation)

The undersigned acting as the incorporators of a corporation under the Florida Business Corporation Act, adopt(s) the following articles of incorporation for such corporation:

ARTICLE I - CORPORATE NAME

The name of the corporation is: Motorsports *Paul*
Sunshine ~~Beach~~ *Beach*, Inc.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue 1000 shares of common stock, par value \$ 5 per share.

ARTICLE V - INITIAL PRINCIPAL OFFICE

The street address of the initial principal office and, if different, the mailing address is:

STREET ADDRESS	686 Verbenia Drive		
CITY	Satellite Beach	FLORIDA	ZIP 32937
Mailing address, if different			
STREET ADDRESS	(same as above)		
CITY	Satellite Beach	FLORIDA	ZIP 32937

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office and the name of the initial registered agent at the office is:

NAME	Paul M. Lucas		
ADDRESS	686 Verbenia Drive		
CITY	Satellite Beach	FLORIDA	ZIP 32937

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have three (3) 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 director(s) of the corporation are as follows:

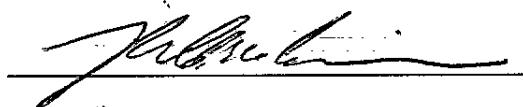
NAME	Ronald ^(Paul) Grimm		
ADDRESS	751 Hawksbill Island Drive		
CITY	Satellite Beach	STATE	Florida ZIP 32937
NAME	Paul M. Lucas		
ADDRESS	686 Verbenia Drive		
CITY	Satellite Beach	STATE	Florida ZIP 32937
NAME	Scott M. Lucas		
ADDRESS	1915 Dockside Drive		
CITY	Valrico	STATE	Florida ZIP 33594

ARTICLE VIII - INCORPORATORS


The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

NAME	(same as above)		
ADDRESS			
CITY		STATE	ZIP
NAME			
ADDRESS			
CITY		STATE	ZIP
NAME			
ADDRESS			
CITY		STATE	ZIP

The undersigned incorporator(s) have executed these Articles of Incorporation this 16th day of February, 1998.

 (Signature)

 (Signature)

 (Signature)

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/ REGISTERED OFFICE

FILED

98 APR 13 AM 9:20

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Motorsports *PM*
Sunshine ~~Racing~~ Inc.

(name of corporation)

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:

The above corporation, organized under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation

at 686 Verbenia Drive

Satellite Beach, Florida 32937

has named Paul M. Lucas

located at the aforesaid address, as its registered agent to accept service of process within this state.

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.

Paul M. Lucas
(Signature)

16 February 1998
(Date)