

P98000037418

COTTON & GATES
ATTORNEYS AT LAW

ERNEST L. "BUDDY" COTTON, P.A.
MICHAEL R. GATES, P.A.

THREE PLEW AVENUE
SHALIMAR, FLORIDA 32579
(850) 651-9900
FAX (850) 651-2522

EFFECTIVE DATE

4-21-98

April 21, 1998

600002497666--8

-04/23/98--01044--003

****122.50 ****122.50

Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Re: Racetrack Motors, Inc.

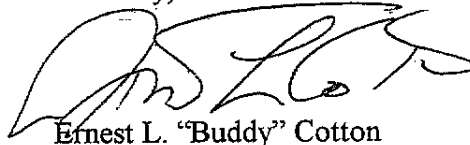
Dear Sir or Madam:

Please find enclosed an original and one copy of the Articles of Incorporation and Certificate Designating Place of Business or Domicile for the Service of Process Within This State, Naming Agent Upon Whom Process May Be Served regarding the above-referenced corporation.

Further, enclosed is my firm's check in the amount of \$122.50, representing payment of \$35.00 for filing the Articles of Incorporation; \$35.00 for filing the Designation of Agent Certification; and \$52.50 for a certified copy of these documents.

If you have any questions or if I can be of any assistance, please do not hesitate to contact me.

Sincerely,



Ernest L. "Buddy" Cotton

ELC/sll

Enclosures

cc: Mrs. Tracy Highsmith

FILED
98 APR 23 PM 2:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CB
4/23/98
5

EFFECTIVE DATE
4-21-98

ARTICLES OF INCORPORATION
OF
RACETRACK MOTORS, INC.

FILED
98 APR 23 PM 2:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned natural person, at least eighteen (18) years of age, for the purpose of forming a corporation for profit, pursuant to the provisions of Chapter 608, Florida Statutes, do hereby certify to the following:

ARTICLE I - NAME

The name of this corporation is RACETRACK MOTORS, INC.

ARTICLE II - DURATION

This corporation shall begin doing business on April 21, 1998 and have perpetual existence unless sooner dissolved by law.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of sale of used automobiles and any and all lawful business as permitted by law.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue One Hundred (100) shares of ONE DOLLAR (\$1.00) par value common stock.

ARTICLE V - INITIAL CAPITAL STOCK

The amount of capital stock to which this corporation shall begin business is ONE THOUSAND DOLLARS (\$1,000.00).

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation shall be:

190 Patrick Drive
DeFuniak Springs, Florida 32433

and the name of the initial registered agent of this corporation at that address is:

Tracy Highsmith

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be either increased or decreased from time to time by the By-Laws, but shall never be less than one (1). The name and address of the initial director of this corporation is as follows:

Tracy Highsmith
190 Patrick Drive
DeFuniak Springs, Florida 32433

ARTICLE VIII - SUBSCRIBERS

The name and address of the person signing these Articles of Incorporation are as follows:

Tracy Highsmith
190 Patrick Drive
DeFuniak Springs, Florida 32433

DATED this 21 day of April, 1998.

Tracy Highsmith
TRACY HIGHSMITH

STATE OF FLORIDA,

COUNTY OF OKALOOSA.

I HEREBY CERTIFY that on this day before me, a notary public, duly authorized to take acknowledgements, personally appeared, TRACY HIGHSMITH to be known to be the person described as Subscriber in and who executed the foregoing Articles of Incorporation and she acknowledged to and before me that she subscribed the same for the purposes therein expressed.

WITNESS my hand and official seal this 21st day of April, 1998.

Sonya L. Langston
NOTARY PUBLIC
State of Florida at Large



Sonya L. Langston
My Commission CC584827
Expires Sep. 15, 2000

My Commission Expires: 9/15/2000

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

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

FIRST - That RACETRACK MOTORS, INC., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at 190 Patrick Drive, DeFuniak Springs, Walton County, State of Florida, has named TRACY HIGHSMITH located at 190 Patrick Drive, DeFuniak Springs, Walton County, Florida 32433 as its agent to accept service of process within this State.

ACKNOWLEDGEMENT

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

Tracy Highsmith
TRACY HIGHSMITH

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

98 APR 23 PM 2:16

FILED