

5/19/98

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FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: CORPORATE CREATIONS INTERNATIONAL INC.

ACCT#: 110432003053

CONTACT: LUIS URIARTE

PHONE: (305)672-0686

FAX #: (305)672-9110

NAME: KART-O-MANIA USA, INC.

AUDIT NUMBER.....H98000009431

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

CERT. OF STATUS...1

PAGES..... 4

CERT. COPIES.....0

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TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION

Article I. Name

The name of this Florida corporation is:
Kart-O-Mania USA, Inc.

Article II. Address

The mailing address of the Corporation is:
Kart-O-Mania USA, Inc.
1501 NW 1st Street
Dania FL 33004

Article III. Registered Agent

The name and address of the registered agent of the Corporation is:
Hans Juergen Eder
1501 NW 1st Street
Dania FL 33004

Article IV. Board of Directors

The name of each member of the Corporation's Board of Directors is:

Hans Juergen Eder
Gerhard Pottler
Christian Esser

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by applicable law.

Anibal J. Duarte-Viera | FL Bar Member 910392
Anibal J. Duarte-Viera, P.A.
3211 Ponce de Leon, Suite 202
Coral Gables FL 33134
305-447-4676

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Article V. Capital Stock

The Corporation shall have the authority to issue 2,000 shares of common stock, par value \$.01 per share.

Article VI. Incorporator

The name and address of the incorporator is:

Anibal J. Duarte-Viera
Anibal J. Duarte-Viera, P.A.
3211 Ponce de Leon, Suite 202
Coral Gables FL 33134

Article VII. Corporate Existence

These Articles of Incorporation shall become effective and the corporate existence will begin on May 19, 1998.

The undersigned incorporator executed these Articles of Incorporation on May 19, 1998.



ANIBAL J. DUARTE-VIERA
by L.A. Uriarte as attorney-in-fact

Anibal J. Duarte-Viera | FL Bar Member 910392
Anibal J. Duarte-Viera, P.A.
3211 Ponce de Leon, Suite 202
Coral Gables FL 33134
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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/OFFICE**

CORPORATION:

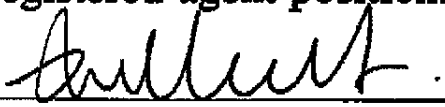
Kart-O-Mania USA, Inc.

REGISTERED AGENT/OFFICE:

**Hans Juergen Eder
1501 NW 1st Street
Dania FL 33004**

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I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.



HANS JUERGEN EDER
by L.A. Uriarte as attorney-in-fact

Date: May 19, 1998.

**Anibal J. Duarte-Viera | FL Bar Member 910392
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