

P98000095500

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

M. P. H. Motor Sports, Inc.

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DIVISION OF CORPORATION

Signature _____

Requested by: _____

Name _____

Date _____

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☒ Art of Inc. File Cert.
____ LTD Partnership File _____
____ Foreign Corp. File _____
____ L.C. File _____
____ Fictitious Name File _____
____ Trade/Service Mark _____
____ Merger File _____
____ Art. of Amend. File _____
____ RA Resignation _____
____ Dissolution / Withdrawal _____
____ Annual Report / Reinstatement _____
☒ Cert. Copy _____
____ Photo Copy _____
____ Certificate of Good Standing _____
____ Certificate of Status _____
____ Certificate of Fictitious Name _____
____ Corp Record Search _____
____ Officer Search _____
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DIVISION OF CORPORATION

G. B. ... 12 9998

ARTICLES OF INCORPORATION

OF

M.P.H. MOTOR SPORTS, INC.

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SECRETARY OF STATE
DIVISION OF CORPORATIONS

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The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract under the laws of the State of Florida, hereby presents these Articles for the formation of a Corporation, by and under the provisions of the Statutes of the State of Florida, providing for the formation, liability, rights, privileges, and immunities of a corporation for profit.

ARTICLE I

The name of the corporation shall be: M.P.H. MOTOR SPORTS, INC..

ARTICLE II

The general nature of the business to be transacted by this Corporation is to engage in any and all business permitted under the laws of the State of Florida.

ARTICLE III

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is One Thousand (1,000) shares of common stock having a par value of One Dollar (\$1.00) per share.

ARTICLE IV

This Corporation shall have perpetual existence.

ARTICLE V

The initial street address of the principal office of this Corporation is:

5261 County Road 218 West
Middleburg, FL 32068

The Board of Directors may from time to time move the principal office to any other address in Florida.

ARTICLE VI

The initial Registered Agent and the street address of the initial Registered Office of this Corporation in the State of Florida shall be:

Mike Henderson
5261 County Road 218 West
Middleburg, FL 32068

The Board of Directors from time to time may move the Registered Office to any other address in the State of Florida.

ARTICLE VII

This Corporation shall have one Director initially. The number of Directors may be increased or diminished from time to time by the Bylaws adopted by the Stockholders, but shall never be less than one.

ARTICLE VIII

The name and address of the initial Director of this Board of Directors is:

Mike Henderson
5261 County Road 218 West
Middleburg, FL 32068

The person named as initial director shall hold office for the first year of existence of this Corporation or until a successor is elected or appointed and qualified, whichever occurs first.

ARTICLE IX

The name of the person signing these Articles of Incorporation as the Incorporator is:

Mike Henderson

ARTICLE X

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders' meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a

certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned, as Incorporator, has executed the foregoing Articles of Incorporation on this 9th day of November, 1998.

Mike Henderson
Mike Henderson

STATE OF FLORIDA
COUNTY OF DUVAL

Before me the undersigned authority, personally appeared Mike Henderson, who is to me well known to be the person described as Incorporator and who subscribed the foregoing Articles of Incorporation of M.P.H. MOTOR SPORTS, INC., and who did freely and voluntarily acknowledge before me that he/she subscribed to these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and my official seal, at Jacksonville in said County and State this 9 day of November, 1998.

DL # HS36-493-64-338-0

Mark J. Horne
Mark J. Horne

NOTARY PUBLIC - STATE OF FLORIDA

My Commission Expires:



MARK J HORNE
My Commission CC533881
Expires Mar. 05, 2000

CERTIFICATE OF DESIGNATION
REGISTERED AGENT / REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designation the registered office / registered agent, in the state of Florida.

1. The name of the corporation is: M.P.H. MOTOR SPORTS, INC.
2. The name and address of the registered agent and office is:

Mike Henderson
5261 County Road 218 West
Middleburg, FL 32068

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SIGNATURE Mike Henderson

TITLE: Incorporator, President,
Registered Agent

DATED: November 9, 1998

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.

SIGNATURE Mike Henderson

DATE: 11.9.98