

P980000 99980
TRANSMITTAL LETTER

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

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-11/24/98--01034--003
*****122.50 *****78.75

SUBJECT: CONCEPT MOTOR SPORTS, INC.
(Proposed corporate name - must include suffix)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☐ \$70.00
Filing Fee

☐ \$78.75
Filing Fee
& Certificate

☒ \$122.50
Filing Fee
& Certified Copy

☐ \$131.25
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: Management Experts, Inc.
Name (Printed or typed)

P.O. Box 7082

Address

Avon Park, FL 33826

City, State & Zip

(941) 452-0101

Daytime Telephone number

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 NOV 24 PM 1:21

B. BROOK DEC 1 1998

NOTE: Please provide the original and one copy of the articles.

**ARTICLES OF INCORPORATION
OF
CONCEPT MOTOR SPORTS, INC.
(a corporation for profit)**

The undersigned, for the purpose of forming a corporation for profit under the provisions of the Florida Business Corporation Act, do hereby adopt the following Articles of Incorporation.

**ARTICLE I
NAME**

The name of this corporation is CONCEPT MOTOR SPORTS, INC.

**ARTICLE II
DURATION**

This corporation shall have perpetual duration. The corporate existence shall begin with the date and time of the filing of these Articles of Incorporation by the Florida Department of State.

**ARTICLE III
PURPOSES AND POWERS**

This corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the Florida Business Corporation Act.

The corporation shall have all the rights, privileges and powers now or hereafter available to corporations for profit under the laws of the State of Florida.

**ARTICLE IV
AUTHORIZED SHARES**

The aggregate number of shares which the corporation is authorized to issue is **Ten Thousand (37,000)** shares of common stock. Such shares shall consist of one class only and shall have a par value of \$10.00 per share.

**ARTICLE V
PRINCIPLE OFFICE**

The address of the principal office is 1403 W. State Street, Avon Park, FL 33825. The mailing address of the corporation shall initially be 1403 W. State Street, Avon Park, FL 33825.

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ARTICLE VI
INITIAL REGISTERED OFFICE AND AGENT

The street address of the corporation's initial registered office is 1796 N. Pioneer Road, Avon Park, FL 33825, and the name of its initial registered agent at that office is Eddie L. Hill.

ARTICLE VII
MANAGEMENT OF THE CORPORATION'S AFFAIRS

All corporate powers shall be exercised by, or under the authority of, and the business and affairs of the corporation shall be managed under the direction of, the board of directors of the corporation.

ARTICLE VIII
OFFICERS

The officers of the corporation shall consist of a president, a vice president, a treasurer, a secretary, and such other officers as may be authorized by the bylaws. The officers shall be elected by the board of directors. An officer need not be a resident of the State of Florida nor a shareholder of the corporation.

ARTICLE IX
INITIAL OFFICERS

The names and addresses of the persons who shall serve as officers of the corporation until the first election of officers by the board of directors are as follows:

President:	Eddie L. Hill
Secretary:	Thomas Guy Smith
Treasurer:	Eddie L. Hill
Vice President:	Thomas Guy Smith

ARTICLE X
BOARD OF DIRECTORS

The number of directors constituting the initial board of directors of the corporation shall be two. The number of directors may be increased or decreased from time to time in accordance with the bylaws, but shall never be less than one. Members of the board of directors need not be residents of the State of Florida nor shareholders of the corporation. The directors shall be elected at the first annual shareholders' meeting and at each annual shareholders' meeting thereafter, and shall hold office, in the manner set forth in the bylaws. Directors shall be removed and vacancies filled in the manner provided in the bylaws.

The name and address of each person who shall serve as a member of the initial board of directors are as follows:

Eddie L. Hill
1796 N. Pioneer Road
Avon Park, FL 33825

Thomas Guy Smith
1403 W. State Street
Avon Park, FL 33825

ARTICLE XI
NAMES AND ADDRESSES OF INCORPORATORS

The name and address of the incorporator of this corporation are as follows:

Eddie L. Hill
1796 N. Pioneer Road
Avon Park, FL 33825

Thomas Guy Smith
1403 W. State Street
Avon Park, FL 33825

ARTICLE XII
BYLAWS

The initial bylaws for the corporation shall be made and adopted by the board of directors of the corporation and may thereafter be amended, altered, or rescinded only in accordance with the provisions of the bylaws or the Florida Business Corporation Act, or any successor thereto.

ARTICLE XIII
MEETINGS OF THE SHAREHOLDERS

Annual and specially called meetings of the shareholders of this corporation shall be held as provided in the bylaws.

ARTICLE XIV
QUORUM AT SHAREHOLDERS' MEETING

A majority of the shares entitled to vote, represented in person or by proxy, shall constitute a quorum at a meeting of the shareholders of the corporation.

ARTICLE XV
AMENDMENT OF ARTICLES

The corporation reserves the right to amend these Articles of Incorporation, from time to time, in any and as many respects as may be desired, in accordance with the manners and procedures provided by the Florida Business Corporation Act, or any successor thereto.

IN WITNESS WHEREOF, the undersigned, for the purpose of forming this corporation for profit under the laws of the State of Florida, has executed these Articles of Incorporation this 11th day of November 1998.

Signed, sealed and delivered
in the presence of:

Karla Rene'e Bennett
Print Name: Karla Rene'e Bennett

Kimberly Kisela
Print Name: Kimberly Kisela

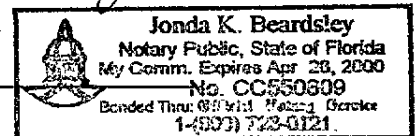
Eddie L. Hill
Eddie L. Hill
as incorporator
Thomas Guy Smith
Thomas Guy Smith
as incorporator

STATE OF FLORIDA

COUNTY OF HIGHLANDS

The foregoing Articles of Incorporation was acknowledged before me this 11th day of November, 1998, by EDDIE L. HILL, who is personally known to me or who has produced a drivers license as identification.

Jonda K. Beardsley
Notary Name:
State of Florida
My Commission Expires:



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