

P99000016810

SUSAN L. NEWMAN

3637 Silvery Lane

Jacksonville, Florida 32217

(904) 367-8890

February 16, 1999

FILED STATE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 FEB 19 PM 12:02

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

100002780101--7
-02/19/99--01016--014
****122.50 *****78.75

Re: NewRode Motorsports, Inc.

Dear Sir or Madam:

In connection with the referenced corporation, enclosed please find executed Articles of Incorporation for filing with the Secretary of State, together with a copy for certification. Also enclosed please find my check in the amount of \$122.50 to cover the cost of same. Please send my certified copy to the above address.

Thank you for your assistance in this matter. If you should have any questions, please feel free to contact me at the above number.

Very truly yours,

Susan L. Newman

Susan L. Newman

:slm

Enclosures

Susan Newman GAVE
AUTHORIZATION BY PHONE TO
CORRECT *K/A Acceptance*
DATE *3/19/99*
DOC. EXAM *Devin Brown*

D. BROWN FEB 22 1999

**ARTICLES OF INCORPORATION
OF
NEWRODE MOTORSPORTS, INC.**

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The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I

The name of the corporation shall be NewRode Motorsports, Inc.

ARTICLE II

The corporation shall have the power to engage in any lawful activity for which corporations may be organized under the Florida Business Corporation Act.

ARTICLE III

The aggregate number of shares that the corporation shall have authority to issue and to have outstanding at any on time is 100 shares. All such shares shall be of a single class, designated as common.

ARTICLE IV

Each holder of common shares shall have one vote for each such share held of record on all matters submitted for shareholder approval. Except as otherwise specifically required by law, or except as specifically provided in these articles of incorporation, all other matters requiring shareholder approval shall require an affirmative vote of a majority of the shares voting thereon. The holders of the common shares shall have unlimited voting rights and the right to receive the net assets of the corporation upon its dissolution.

At each election for directors, the shareholders shall be entitled to cast votes using the cumulative method of voting for directors.

ARTICLE V

The corporation elects to have preemptive rights.

ARTICLE VI

The corporation shall indemnify to the fullest extent permitted by the Florida Business Corporation Act any person who has been made, or is threatened to be made, a party to an action, suit, or proceeding, whether civil, criminal, administrative, investigative, or otherwise (including an action, suit or proceeding by or in the right of the corporation), by reason of the fact that the person is or was a director or officer of the corporation, or a fiduciary within the meaning of the Employee Retirement Income Security Act of 1974 with respect to an employee benefit plan of the corporation, or serves or served at the request of the corporation as a director, or as an officer, or as a fiduciary of an employee benefit plan, of another corporation, partnership, joint venture, trust or other enterprise. In addition, the corporation shall pay for or reimburse any expenses incurred by such persons who are parties to such proceedings, in advance of the final disposition of such proceedings, to the full extent permitted by the Florida Business Corporation Act.

ARTICLE VIII

The bylaws of the corporation may be amended by majority vote of either the directors or the shareholders.

ARTICLE IX

The number of directors of the corporation shall be fixed by the bylaws of the corporation. The initial board of directors shall consist of one director whose name and address is as follows:

Susan L. Newman
3637 Silvery Lane
Jacksonville, Florida 32217

ARTICLE X

The initial registered agent of the corporation is Susan L. Newman. The street address of the corporation's initial registered office is 3637 Silvery Lane, Jacksonville, Florida 32217.

ARTICLE XI

The principal place of business and mailing address of this corporation shall be:

3637 Silvery Lane
Jacksonville, Florida 32217

ARTICLE XII

The name and address of the incorporator to these Article of Incorporation is:

Susan L. Newman
3637 Silvery Lane
Jacksonville, Florida 32217

The undersigned incorporator has executed these Articles of Incorporation this
17 day of February, 1999.

I UNDERSTAND AND ACCEPT THE DUTIES AS
REGISTERED AGENT FOR THE ABOVE MENTIONED
CORPORATION.

Susan L. Newman

Susan L. Newman, Incorporator/Registered Agent

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STATE OF FLORIDA
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