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LAW OFFICES
~~KENT, HAYDEN, FACCILOLO & MILLSAPS, P.A.~~

200 WEST FORSYTH STREET, SUITE 1330
JACKSONVILLE, FLORIDA 32202

FREDERICK H. KENT, JR.
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WALTER S. MILLSAPS
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TELEPHONE (904) 355-1330
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March 15, 1999

PLEASE REPLY TO:
POST OFFICE BOX 53075
JACKSONVILLE, FLORIDA 32201-3075

By Federal Express

Division of Corporations
Florida Department of State
409 East Gaines Street
Tallahassee, Florida 32399

600002808196--0
-03/16/99-01088-010
*****70.00 *****70.00

Re: Formation of Corporation - TEAM JONES RACING, INC.

Dear Sir/Madam:

600002808196--0
-03/16/99-01088-011
*****8.75 *****8.75

Enclosed are the following documents related to the formation of the referenced corporation:

1. An original and one copy of the articles of incorporation;
2. Certificate Designating Registered Agent and Registered Office and Acceptance By Registered Agent; and
3. A check for \$70.00 representing the filing fee and a check for \$8.75 for the cost of a certificate of status.

We would appreciate your filing the original document and returning a date stamped copy to us in the enclosed envelope together with the certificate of status.

Please call if you have any questions. Thank you.

Very truly yours,


Walter S. Millsaps

WSM/bb
Enclosures
18192

FILED
99 MAR 16 PM 2:07
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION
OF
TEAM JONES RACING, INC.

FILED
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SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE I-NAME

The name of this Corporation is Team Jones Racing, Inc.

ARTICLE II-INITIAL PRINCIPAL OFFICE

The street address of the initial principal office of this Corporation is 2380 Jamestown Road, Fernandina Beach, Florida 32034.

ARTICLE III-DURATION

This Corporation shall have perpetual existence.

ARTICLE IV-PURPOSE

This Corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE V-CAPITAL STOCK

This Corporation is authorized to issue Ten Thousand (10,000) shares, all of which shall be of the par value of One Cent (\$.01) per share.

ARTICLE VI-INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of

this Corporation is 2380 Jamestown Road, Fernandina Beach, Florida 32034, and the name of its initial registered agent at such address is Jerry W. Davis.

ARTICLE VII-INITIAL BOARD OF DIRECTORS

The number of Directors constituting the initial Board of Directors of this Corporation shall be three (3), and the name and address of the persons who are to serve as the initial directors is as follows:

1. Robert V. Jones, 2380 Jamestown Road, Fernandina Beach, Florida 32034;
2. Jerry W. Davis, 2380 Jamestown Road, Fernandina Beach, Florida 32034; and
3. Roy A. Higgins, 2380 Jamestown Road, Fernandina Beach, Florida 32034.

ARTICLE VIII-INCORPORATOR

The name and address of the incorporator is Walter S. Millsaps, Esq., 200 West Forsyth Street, Suite 1330, Jacksonville, Florida 32202.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 15TH day of March, 1999.



Walter S. Millsaps

Acknowledgement

STATE OF FLORIDA)

COUNTY OF DUVAL)

The foregoing instrument was acknowledged before me this
15 day of March, 1999, by Walter S. Millsaps. He is
personally known to me and did not take an oath.



Elizabeth W. Benton
MY COMMISSION # CC683304 EXPIRES
November 19, 2001
BONDED THRU TROY FAIR INSURANCE, INC.

Elizabeth W. Benton
Notary Public for the State of
Florida at Large

My Commission Expires:

Commission Number:

**CERTIFICATE DESIGNATING
REGISTERED AGENT AND REGISTERED OFFICE**

In compliance with Sections 48.091 and 607.0501, Florida Statutes (1997), the following is submitted:

First, that Team Jones Racing, Inc., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business in Fernandina Beach, State of Florida, has named Jerry W. Davis, located at 2380 Jamestown Road, City of Fernandina Beach, State of Florida, as its agent to accept service of process within Florida.



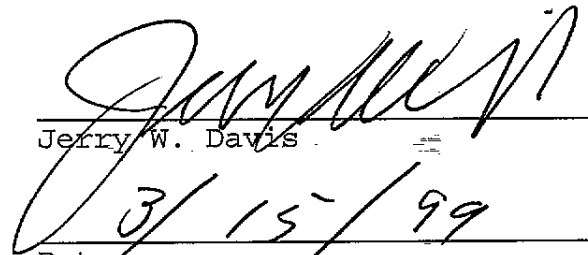
Walter S. Millsaps, Incorporator

3/15/99

Date

ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, Jerry W. Davis hereby agrees to act in this capacity, and Jerry W. Davis further agrees to comply with the provisions of all statutes relative to the proper and complete performance of its duties.



Jerry W. Davis

3/15/99

Date