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TRANSMITTAL LETTER

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

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-05/21/99--01087--007
*****78.75 - *****78.75

SUBJECT: HELLYER RACING, INC.
(proposed corporate name)

Enclosed is an original and one (1) copy of the articles of incorporation and our check
for \$ 78.75.

FROM:

JUDY HELLYER

Name (printed or typed)

3754 STATE ROAD 44

Address

NEW SMYRNA BEACH FL 32168

City, State, & Zip

(904) 427-8024

Telephone Number

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1999 MAY 20 AM 10:09

FILED

Note: Please provide the original and one copy of the Articles.

R. Purinton MAY 25 1999

FILED

1999 MAY 20 AM 10:10

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

HELLYER RACING, INC.

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

ARTICLE I NAME

The name of the corporation shall be:

HELLYER RACING, INC.

ARTICLE II PRINCIPAL OFFICE

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

3754 - C STATE ROAD 44
NEW SMYRNA BEACH FL 32168

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

GUY ALLEN HELLYER
3754 STATE ROAD 44
NEW SMYRNA BEACH FL 32168

ARTICLE V INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

PRES: JUDY HELLYER
3754 STATE ROAD 44
NEW SMYRNA BEACH FL 32168

VICE PRES: DONALD HELLYER
3754 STATE ROAD 44
NEW SMYRNA BEACH FL 32168

TRES. & REGISTERED AGENT: GUY HELLYER
3754 STATE ROAD 44
NEW SMYRNA BEACH FL 32168

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this

19th day of May, 19 99.

Judy L. Hellyer
Signature
Donald E. Hellyer
Signature
Guy Hellyer
Signature

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of sections 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: Heelyer Racing, Inc.

2. The name and address of the registered agent and office is:

Guy Allen Heelyer
(NAME)

3754 State Rd. 44
(P.O. BOX NOT ACCEPTABLE)

New Smyrna Bch, Fl. 32168
(CITY/STATE/ZIP)

1999 MAY 20 AM 10:10
CLERK OF COURT
TALLAHASSEE, FLORIDA

FILED

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

Guy Heelyer

DATE

5/29/99