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VALIDATION ONLY

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CORPORATION(S) NAME

Race & Sports, Inc

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TALLAHASSEE FLORIDA

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**ARTICLES OF INCORPORATION OF
RACE & SPORTS, INC.**

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ARTICLE I - NAME

The name of the corporation shall be RACE & SPORTS, INC.

ARTICLE II - PURPOSE AND DURATION

The Corporation may engage in any lawful business permitted by the laws of Florida and the United States of America and shall exist perpetually.

ARTICLE III - CAPITAL STOCK

The Corporation shall have authority to issue 5,000 shares of common stock of \$1.00 par value.

ARTICLE IV - PRINCIPAL OFFICE

The mailing address of the principal office of the corporation shall be 2677 N. Federal Highway, Fort Lauderdale, FL 33306.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The registered agent shall be MARK J. LABATE, whose street address is 800 Southeast Third Avenue, Suite 301, Ft. Lauderdale, Florida 33316.

ARTICLE VI - INCORPORATOR

The name of the incorporator is MARK J. LABATE, whose street address is 800 Southeast Third Avenue, Suite 301, Ft. Lauderdale, Florida 33316.

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

The initial board of directors shall consist of two (2) persons, whose name and street address are:

Randy Chappie

800 SE 3rd Avenue, Suite 301
Fort Lauderdale, FL 33316

Mark Chappie

800 SE 3rd Avenue, Suite 301
Fort Lauderdale, FL 33316

ARTICLE IX - BY LAWS

The initial bylaws of this corporation shall be adopted by the Board of Directors. Bylaws shall be adopted, altered, amended or repealed from time to time by either the shareholders or the Board of Directors, but the Board of Directors may not alter, amend or repeal any bylaw adopted by the shareholders if the shareholders specifically state that such bylaw is not subject to amendment or repeal by the Board of Directors.

ARTICLE X - AMENDMENTS

The corporation reserves the right to amend, alter, change or repeal any provision in these Articles of Incorporation in the manner prescribed by law, and all rights conferred on shareholders are subject to this reservation.

IN WITNESS WHEREOF, the undersigned has set forth his hand and seal this 1st day of July, 1999.


MARK J. LABATE/Incorporator

DESIGNATION OF AND ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT OF ROYBOI 8, INC.

ROYBOI, INC., by and through its sole incorporator, MARK J. LABATE, hereby designates MARK J. LABATE as its initial registered agent, and designates his office, whose street address is 800 S.E. 3rd Avenue, Suite 301, Ft. Lauderdale, Florida 33316, as the initial registered office of the corporation.

RACE & SPORTS, INC.


MARK J. LABATE/Incorporator

I, MARK J. LABATE, an Attorney licensed to practice law in the State of Florida, being familiar with the obligations and responsibilities of a registered agent of a corporation, hereby accept the same.


MARK J. LABATE, ESQ./Registered Agent

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