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LAZARUS CORPORATE FILING SERVICE, INC.
(Requestor's Name)

3320 S.W. 87th AVENUE
(Address)

MIAMI, FLORIDA (305)552-5973
(City, State, Zip) (Phone #)

LOCAL REPRESENTATIVE TALLAHASSEE

200002979392-2
-09/07/99-01067-013
*****78.75 *****78.75

OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. MAXIMUM VELOCITY MOTOR SPORTS, INC.
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)

- Walk in Pick up time 2:00 Certified Copy
 Mail out Will wait Photocopy Certificate of Status

RECEIVED
99 SEP -7 AM 11:27
DEPARTMENT OF STATE
DIVISION OF CORPORATION
TALLAHASSEE, FLORIDA

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

FILED
99 SEP -7 PM 12:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Examiner's Initials

Handwritten initials and date: 9-7-99

ARTICLES OF INCORPORATION

WE THE UNDERSIGNED, HEREBY ASSOCIATE OURSELVES TOGETHER FOR THE PURPOSE OF BECOMING A CORPORATION UNDER THE LAWS OF THE STATE OF FLORIDA PROVIDING FOR THE FORMATION OF A CORPORATION FOR PROFIT WITH THE POWERS, RIGHTS, PRIVILEGES AND IMMUNITIES HEREINAFTER MENTIONED, AND WE HEREBY MAKE, SUBSCRIBE AND ACKNOWLEDGE AND FILE WITH THE SECRETARY OF THE STATE OF FLORIDA THESE ARTICLES OF INCORPORATION; AND TO THAT END WE DO, BY THESE ARTICLES, SET FORTH:

ARTICLE I

THE NAME OF THIS CORPORATION (WHICH IS HEREINAFTER CALLED THE "CORPORATION") IS : MAXIMUM VELOCITY MOTOR SPORTS, INC.

ARTICLE II

THIS CORPORATION SHALL EXIST PERPETUALLY. CORPORATION EXISTANCE SHALL BEGIN ON THE DAY UPON WHICH THESE ARTICLES ARE APPROVED BY THE SECRETARY OF THE STATE OF FLORIDA.

ARTICLE III

THE PURPOSE OF THIS CORPORATION IS TO TRANSACT ANY OR ALL LAWFUL BUSINESSES FOR WHICH CORPORATIONS MAY BE INCORPORATED UNDER CHAPTER 607 OF THE FLORIDA STATUTES.

ARTICLE IV

THIS CORPORATION IS AUTHORIZED TO ISSUE FIVE HUNDRED (500) SHARES OF COMMON STOCK, WHICH SAID SHARES SHALL HAVE A PAR VALUE OF TEN (\$10.00) DOLLARS PER SHARE UPON ISSUANCE.

ARTICLE V

THE PRINCIPAL PLACE OF BUSINESS OF THIS CORPORATION SHALL BE AT
7422 SW 159 PLACE MIAMI, FLORIDA 33193
WITH THE PRIVILEGE OF HAVING BRANCH OFFICES WITHIN AND WITHOUT THE STATE OF FLORIDA.

ARTICLE VI

THE INITIAL REGISTERED AGENT OF THIS CORPORATION UPON WHICH PROCESS MAY BE SERVED IS : EMILIO O GUZMAN
AND THE INITIAL REGISTERED OFFICE IS LOCATED AT :
7422 SW 159 PLACE MIAMI, FLORIDA 33193

ARTICLE VII

THIS CORPORATION SHALL HAVE ^{one} DIRECTOR(S) INITIALLY. THE NUMBER OF DIRECTORS SHALL BE FIXED BY LAWS AND MAY BE CHANGED FROM TIME TO TIME.

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SECRETARY OF THE STATE
TALLAHASSEE FLORIDA

ARTICLE VIII

THE NAME AND STREET ADDRESSES OF THE INITIAL DIRECTOR(S) OF THIS CORPORATION ARE :

EMILIO O. GUZMAN 7422 SW 159 PLACE miami,florida 33193

THE AFFORESAID DIRECTOR(S) SHALL HOLD OFFICE FOR THE YEAR OF THIS CORPORATION EXISTANCE OR UNTIL A SUCCESSOR IS CHOSEN AS PROVIDED FOR IN THE BYLAWS.

THE INITIAL OFFICERS OF THIS CORPORATION AND THEIR ADDRESSES ARE:

PRESIDENT : EMILIO O. GUZMAN 7422 SW 159 PLACE MIAMI,FLORIDA 33193

VICE-PRESIDENT :EMILIO O. GUZMAN 7422 SW 159 PL MIAMI,FL 33193

TREASURER : EMILIO^OGUZMAN 7422 SW 159 PLACE MIAMI,FLORIDA 33193

SECRETARY : EMILIO O. GUZMAN 7422 SW 159 PLACE MIAMI,FLORIDA 33193

ARTICLE IX

THE NAME AND STREET ADDRESS OF THE INCORPORATOR(S) IS/ARE :

THE UNDERSIGNED HAS EXECUTED THESE ARTICLES OF INCORPORATION THIS 27 TH DAY OF AUGUST 1999



SIGNATURE / TITLE

EMILIO O. GUZMAN / PRESIDENT

CERTIFICATE OF DESIGNATION

REGISTERED AGENT / REGISTERED OFFICE

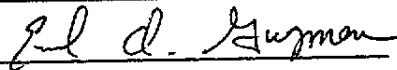
PURSUANT TO THE PROVISIONS OF SECTION 607.0501 ,FLORIDA STATUTES, THE UNDERSIGNED CORPORATION,ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA,SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT , IN THE STATE OF FLORIDA.

1.THE NAME OF THE CORPORATION IS : MAXIMUM VELOCITY MOTOR SPORTS,INC.

2.THE NAME AND ADDRESS OF THE REGISTERED AGENT AND OFFICE IS :

EMILIO O. GUZMAN 7422 SW 159 PLACE MIAMI,FLORIDA 33193

SIGNATURE :



TITLE :

PRESIDENT

DATE :

08/27/99

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.

DATE : 08/27/99


REGISTERED AGENT
EMILIO O. GUZMAN

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TALLAHASSEE FLORIDA