



ARTICLES OF INCORPORATION
OF
MAX MOTORSPORTS, INC.

The undersigned, acting as incorporators of a corporation under the Code of Alabama, adopt the following Articles of Incorporation for such corporation:

FIRST: The name of the corporation is **Max Motorsports, Inc.**

SECOND: The period of its duration is perpetual.

THIRD: The purpose or purposes for which the corporation is organized are as follows: (i) to own, operate, manage and generally engage in the business of purchasing, selling, assembling, repairing and otherwise dealing in new and used motorcycles, off-road vehicles, automobiles, trucks, parts, accessories and supplies and matters necessary to be done in connection therewith; (ii) to purchase, sell, exchange, lease, improve, construct, mortgage, pledge, convey or otherwise deal in real and personal property of all kinds and character, and (iii) to transact such other business as may be permitted under the laws of the State of Alabama.

FOURTH: The aggregate number of shares which the corporation shall have authority to issue is 100 shares of common stock, having a par value of \$1.00 per share.

FIFTH: The address of the initial registered office of the corporation is 400 Keystone Court, Pelham, AL 35124 and the name of its initial registered agent at such address is Thomas D. Barton.

SIXTH: The number of directors which shall constitute the initial board of directors of the corporation is two (2) and the names and addresses of the persons to serve as the directors until the first meeting of the shareholders or until their successors are elected and qualified are:

NAME

ADDRESS

Thomas D. Barton

**400 Keystone Court
Pelham, AL 35124**

Thomas J. Barton

**400 Keystone Court
Pelham, AL 35124**

SEVENTH: The name and address of the incorporator is:

NAME

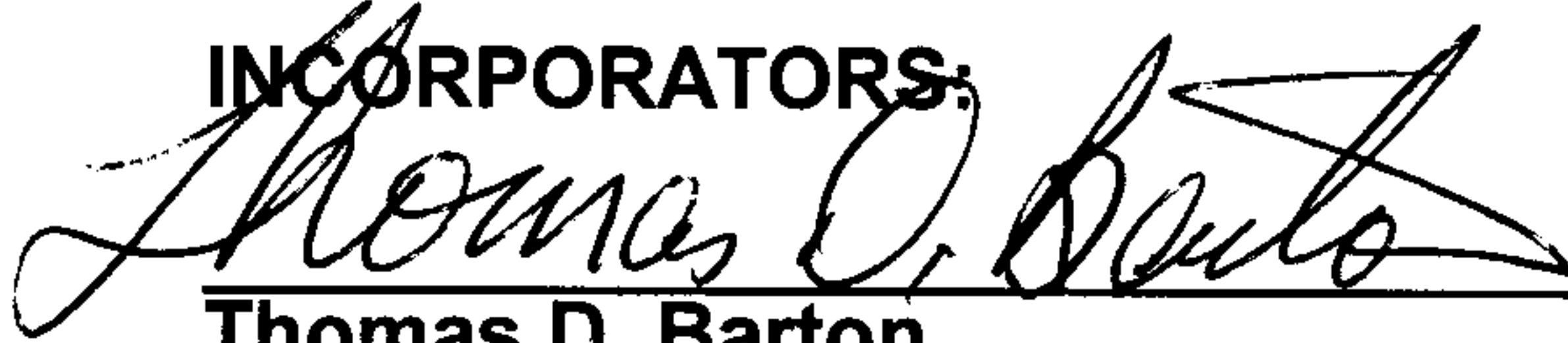
ADDRESS

Thomas D. Barton

**400 Keystone Court
Pelham, AL 35124**

IN WITNESS WHEREOF, the undersigned hereby declares and certifies that the facts stated herein are true and correct and for the purpose of forming a corporation pursuant to the laws of the State of Alabama does hereunto sign these Articles of Incorporation as of the 9 day of November, 2010.

INCORPORATORS:


Thomas D. Barton

THIS INSTRUMENT PREPARED BY:
Terry W. Gloor, Esquire
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Shelby Cnty Judge of Probate, AL
11/12/2010 08:54:59 AM FILED/CERT

Beth Chapman
Secretary of State

P.O. Box 5616
Montgomery, AL 36103-5616

STATE OF ALABAMA

I, Beth Chapman, Secretary of State of the State of Alabama, having custody of the Great and Principal Seal of said State, do hereby certify that

pursuant to the provisions of Section 10-2B-4.02, Code of Alabama 1975, and upon an examination of the corporation records on file in this office, the following corporate name is reserved as available:

Max Motorsports, Inc.

This domestic corporation name is proposed to be incorporated in Shelby County and is for the exclusive use of Terry W. Gloor, 100 Williamsburg Office Park Ste 100, Birmingham, AL 35216 for a period of one hundred twenty days beginning November 3, 2010 and expiring March 4, 2011.



In Testimony Whereof, I have hereunto set my hand and affixed the Great Seal of the State, at the Capitol, in the City of Montgomery, on this day.

November 3, 2010

Date

Beth Chapman TM
Beth Chapman Secretary of State