



Chapter 3

- Articles of Incorporation

Quarter Midgets



of America, Inc

ARTICLES OF INCORPORATION
of
Quarter Midgets of America, Inc.

A California Non-profit Corporation



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ARTICLES OF INCORPORATION
OF
QUARTER MIDGETS OF AMERICA, INC.

FILED
In the Office of the Secretary of State
of the State of California

NOV 18 1950

BLANK H. [Signature] Secretary of State
By [Signature] Deputy

KNOW ALL MEN BY THESE PRESENTS: That we, the under-
signed, do voluntarily associate ourselves together for the purpose
of forming, and we do hereby form, a nonprofit corporation, under
the laws of the State of California, and we do hereby certify:

Registration of Rights
to Amend Articles of
Incorporation
The

I

That the name of the corporation shall be:

QUARTER MIDGETS OF AMERICA, INC.

II

That the corporation is organized as a nonprofit corpora-
tion, pursuant to Part I of Division II of Title I of the Corporation
Code of the State of California.

III

That the primary purpose in which the corporation is
intended to initially engage is to promote, foster, regulate,
develop and conduct midget auto events among and for children
under the age of eighteen (18) years.

IV

That the general purposes for which the club is formed
are as follows:

- a. To promote sportsmanship, fair competition and a know-
ledge of mechanical skill among children under the age
of eighteen (18) years;

- b. To instruct children under the age of eighteen (18) years in the handling of fuel powered vehicles in a safe and able manner;
- c. To promote and encourage interest in the activities of this corporation and similar organizations;
- d. To provide facilities for the conducting of the activities of this corporation;
- e. To establish, organize and foster auxiliaries of every kind, nature and description consistent with the specific and primary purposes of this corporation;
- f. To take, lease, purchase, or otherwise acquire, and to own, use, hold for investment, sell, convey, exchange, hire, pledge, mortgage, and otherwise deal in and dispose of personal property, chattels, rights, easements, privileges, and franchises, and any interests or rights therein;
- g. To acquire by gift, purchase, lease, easement, prescription, or otherwise acquire and to own, hold, enjoy, operate, maintain and to convey, sell, lease, transfer, mortgage, and otherwise encumber, dedicate for public use and/or otherwise dispose of real property;
- h. To borrow money and mortgage, pledge or hypothecate any and/or all of its real and personal property as security for money borrowed or debts incurred for the business of the corporation and any and all of its objects and purposes, upon such terms as the Board of Directors may determine;

1. To enter into, make, perform, and carry out, contracts of every kind for any lawful business or purpose pertaining to its business, with any individual, entity, firm, association or corporation, or with any governmental, municipal or public authority, domestic or foreign;
- j. To have and exercise all the rights, powers, privileges now or hereafter conferred by the laws of the State of California upon corporations, organized under the laws thereof, and any and all acts amendatory thereof and supplemental thereto;
- k. To act as trustee under any trust incidental to the principal objects of the corporation and to receive, hold, administer and to expend funds and property subject to said trust;
- l. Generally to do everything necessary, proper, convenient or incidental to the accomplishment of the purposes and objects of the corporation, or which is calculated directly or indirectly to promote the interests of the corporation.

The sub-paragraphs (a) to (l) inclusive, as hereinabove set forth, shall be construed both as statements of purposes and powers, and the statements contained in each clause of said sub-paragraphs shall not be limited or restricted by reference to or inference from the provisions of any other clause.

v

That the principal office for the transaction of the business of the corporation shall be located in the County of Los

Angeles, State of California.

VI

This corporation shall not have an authorized capital stock or issue shares of stock, but shall be composed of members to whom certificates of membership shall be issued in lieu of shares of stock. The members constituting one hundred percent (100%) of the ownership and voting power of this corporation shall be known as regular members. Other classes of membership may be provided for in the By-Laws, but no member of any other class shall have any proprietary interest in the corporation's assets or any right to vote.

VII

The number of Directors of this corporation shall be three (3). The number of Directors may be changed from time to time by a By-Law or Amendment to the By-Laws adopted by the regular members, but shall never be less than three (3).

The names and addresses of the persons who are appointed to act as the first Directors of this corporation are:

| | |
|-------------------|--|
| John K. Dupree | 1112 N. Glenoaks Blvd. Burbank, California |
| Lind B. Davenport | 4430 Long Branch Street San Diego 7, California |
| Robert B. Sanborn | 1218 Muirfield Road Los Angeles, California |

VIII

SPECIAL PROVISIONS

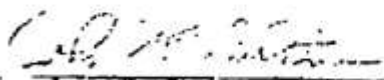
- (a) The authorized number and qualifications of members of this corporation; the different classes of membership other than regular members, and the rights and privileges of members

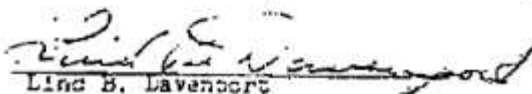
other than property and voting rights of regular members, shall be set forth in the By-Laws.

- (b) Regular members shall not be subject to assessment but the By-Laws may provide for the levy of assessment on members other than regular members and shall provide or delegate to the Board of Directors the duty of providing a method for the collection and enforcement thereof. The By-Laws may provide that dues may be levied upon all classes of membership alike or in different amounts or proportions or upon a different basis upon different classes of membership, and may exempt memberships of one or more classes from either dues or assessments, or both.
- (c) The By-Laws shall fix the amount and method of collection of dues or assessments (on classes of membership which may be assessable), or both, or may authorize the Board of Directors to fix the amount thereof from time to time, and make them payable at such times or intervals and upon such notice and by such methods as the Directors may prescribe.
- (d) Except as provided in these Articles of Incorporation, the By-Laws shall provide for all matters and things relating to the government and regulation of this corporation and the transaction of the business of this corporation to the extent that they may be permissible by law.
- (e) The corporation reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Incorporation in the manner now or hereafter prescribed

by law and all rights and powers herein conferred on members, directors and officers are subject to this reserved power.

IN WITNESS WHEREOF, we have hereunto set our hands this 7th day of November, 1960.


John K. Dupree



Lind B. Lavenport


Robert B. Sanborn

STATE OF CALIFORNIA }
COUNTY OF LOS ANGELES } 33

On this 7th day of November, 1960, before me, the undersigned, a Notary Public in and for said County and State, residing therein, duly commissioned and sworn, personally appeared JOHN K. DUPREE, known to me to be the person whose name is subscribed to the foregoing Articles of Incorporation, and acknowledged to me that he executed the same.

WITNESS my hand and official seal.


Notary Public in and for said
County and State
Commission expires
June 12, 1961

STATE OF CALIFORNIA }
COUNTY OF LOS ANGELES } ss

On this 7th day of November, 1960, before me, the undersigned, a Notary Public in and for said County and State, residing therein, duly commissioned and sworn, personally appeared LIND B. DAVENPORT, known to me to be the person whose name is subscribed to the foregoing Articles of Incorporation, and acknowledged to me that he executed the same.

WITNESS my hand and official seal.

[Signature]
Notary Public in and for said
County and State

[Signature]
FRANK M. TRUSS

[Signature]
June 12, 1958

STATE OF CALIFORNIA }
COUNTY OF LOS ANGELES } ss

On this 8th day of November, 1960, before me, the undersigned, a Notary Public in and for said County and State, residing therein, duly commissioned and sworn, personally appeared ROBERT B. SANSORN, known to me to be the person whose name is subscribed to the foregoing Articles of Incorporation, and acknowledged to me that he executed the same.

WITNESS my hand and official seal.

[Signature]
Notary Public in and for said
County and State