



**Department of State.**

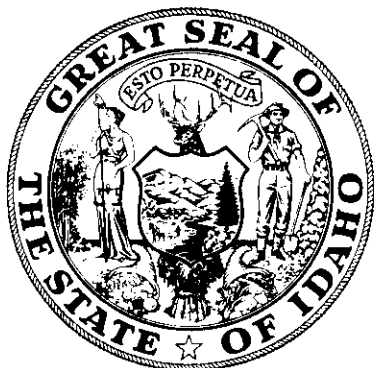
**CERTIFICATE OF AUTHORITY  
OF**

**FAIRGROUNDS SPEEDWAY OPERATIONS & CONCESSIONS, INC.**

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of **FAIRGROUNDS SPEEDWAY OPERATIONS & CONCESSIONS, INC.** for a Certificate of Authority to transact business in this State, duly signed and verified pursuant to the provisions of the Idaho Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Authority to **FAIRGROUNDS SPEEDWAY OPERATIONS & CONCESSIONS, INC.** to transact business in this State under the name **FAIRGROUNDS SPEEDWAY OPERATIONS & CONCESSIONS, INC.** and attach hereto a duplicate original of the Application for such Certificate.

Dated **July 16**, 19 **81**



*Pete T. Cenarrusa*

SECRETARY OF STATE

\_\_\_\_\_  
Corporation Clerk

## APPLICATION FOR CERTIFICATE OF AUTHORITY

To the Secretary of State of Idaho.

Pursuant to Section 30-1-110, **Idaho Code**, the undersigned Corporation hereby requests a Certificate of Authority to transact business in your State, and for that purpose submits the following:

1. The name of the corporation is FAIRGROUNDS SPEEDWAY OPERATIONS & CONCESSIONS, INC.
2. \*The name which it shall use in Idaho is FAIRGROUNDS SPEEDWAY OPERATIONS & CONCESSIONS, INC.
3. It is incorporated under the laws of STATE OF WASHINGTON
4. The date of its incorporation is MARCH 19, 1981 and the period of its duration is PERPETUAL
5. The address of its principal office in the state or country under the laws of which it is incorporated is West 1311 Sprague Avenue, Spokane, Washington 99204
6. The street address of its proposed registered office in Idaho is NORTHWEST SPEEDWAY  
STATE LINE, IDAHO, and the name of its proposed registered agent in Idaho at that address is CHARLES G. LITTLE
7. The purpose or purposes which it proposes to pursue in the transaction of business in Idaho are:  
Operations and concessions at racetrack in State Line,  
Idaho and other lawful business
8. The names and respective addresses of its directors and officers are:

Name	Office	Address
<u>CHARLES G. LITTLE</u>	<u>Director/President</u>	<u>W. 1311 Sprague, Spokane, WA</u>
<u>C. TERRESA LITTLE</u>	<u>Director/V. Pres</u>	<u>W. 1311 Sprague, Spokane, WA</u>
<u>JOSEPH G. WARD</u>	<u>Director/Sec-Tres.</u>	<u>W. 1311 Sprague, Spokane, WA</u>

9. The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, and shares without par value, is:

Number of Shares	Class	Par Value Per Share or Statement That Shares Are Without Par Value
<u>50,000</u>	<u>COMMON</u>	<u>\$1.00 per share</u>
<u>                    </u>	<u>                    </u>	<u>                    </u>
<u>                    </u>	<u>                    </u>	<u>                    </u>

(continued on reverse)

10. The aggregate number of its issued shares, itemized by classes, par value of shares, and shares without par value, is:

Number of Shares	Class	Par Value Per Share or Statement That Shares Are Without Par Value
15,000	COMMON	\$1.00 per share

11. The corporation accepts and shall comply with the provisions of the Constitution and the laws of the State of Idaho.

12. This Application is accompanied by a copy of its articles of incorporation and amendments thereto, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

Dated June 30, 19 81.

FAIRGROUNDS SPEEDWAY OPERATIONS & CONCESSIONS, INC.

By Charles G. Little

Its \_\_\_\_\_ President

and \_\_\_\_\_

Its \_\_\_\_\_ Secretary

STATE OF WASHINGTON )  
 )ss:  
COUNTY OF SPOKANE )

I, JOHN A. SHERRICK, a notary public, do hereby certify that on this 30<sup>th</sup> day of June, 19 81, personally appeared before me CHARLES G. LITTLE, who being by me first duly sworn, declared that he is the President of \_\_\_\_\_

FAIRGROUNDS SPEEDWAY OPERATIONS & CONCESSIONS, INC.

that he signed the foregoing document as President of the corporation and that the statements therein contained are true.

John A. Sherrick  
Notary Public

\*Pursuant to section 30-1-108(b)(1), Idaho Code, if the corporation assumes a name other than its true name, this application must be accompanied by a resolution of the Board of Directors to that effect.

# MEMO



**STATE OF WASHINGTON**  
OFFICE OF SECRETARY OF STATE  
**RALPH MUNRO,**

CORPORATIONS & TRADEMARKS DIVISION  
OLYMPIA WASHINGTON 98504

SF-79

OFFICIAL CERTIFICATION OF THIS DOCUMENT, AS PREPARED  
BY THE OFFICE OF THE SECRETARY OF STATE, R.  
THE BACK OF THE LAST PAGE.

D308159  
FILE NUMBER



DOMESTIC

# STATE OF WASHINGTON | DEPARTMENT OF STATE

I, **RALPH MUNRO**, Secretary of State of the State of Washington and custodian of its seal, hereby certify that

## ARTICLES OF INCORPORATION

of FAIRGROUNDS SPEEDWAY OPERATIONS & CONCESSIONS, INC.

a domestic corporation of Spokane, Washington,

was filed for record in this office on this date, and I further certify that such Articles remain on file in this office.

Filed at request of \_\_\_\_\_  
John A. Sherrick  
% Gebhardt, Looney & Sherrick  
770 Paulsen Bldg.  
Spokane, WA 99201

Filing and recording fee \$ \_\_\_\_\_  
License to June 30, 19\_\_\_\_ \$ \_\_\_\_\_  
\_\_\_\_ Excess pages @ 25c \$ \_\_\_\_\_

In witness whereof I have signed and have affixed the seal of the State of Washington to this certificate at Olympia, the State Capitol,

March 19, 1981

Microfilmed, Roll No. 1568

Page 013-016

FILED

MAR 19 1981 *JA*SECRETARY OF STATE  
STATE OF WASHINGTON

## ARTICLES OF INCORPORATION

OF

FAIRGROUNDS SPEEDWAY OPERATIONS &amp; CONCESSIONS, INC.

I, the undersigned person of the age of eighteen years or more, as incorporator of a corporation under the Washington Business Corporation Act, adopt the following Articles of Incorporation for such corporation:

## ARTICLE 1.

The name of this corporation is FAIRGROUNDS SPEEDWAY OPERATIONS & CONCESSIONS, INC.

## ARTICLE 2.

The corporation has perpetual existence.

## ARTICLE 3.

This corporation is organized for the purposes of transacting any and all lawful business for which corporations may be incorporated under Title 23A of the Revised Code of Washington, as amended.

## ARTICLE 4.

The address of the registered office of the corporation is West 1311 Sprague Avenue, Spokane, Washington 99204; and the name of the registered agent at such address is Charles G. Little.

## ARTICLE 5.

The total authorized number of par value shares of the corporation is Fifty Thousand (50,000) shares of the par value of One and no/100 dollars (\$1.00) per share, amounting in the aggregate to Fifty Thousand Dollars (\$50,000.00).

ARTICLE 6.

Shareholders of this corporation have no preemptive rights to acquire additional shares issued by the corporation.

ARTICLE 7.

The number of directors of this corporation shall be fixed in a manner specified by the by-laws of this corporation. The first directors of the corporation are two (2) in number and their names and addresses are:

<u>NAME</u>	<u>ADDRESS</u>
Charles G. Little	West 1311 Sprague Avenue, Spokane, WA 99204
C. Terresa Little	West 1311 Sprague Avenue, Spokane, WA 99204

The first directors shall serve until the first annual meeting of shareholders and until their successors are elected and qualify.

ARTICLE 8.

The name and address of the incorporator is:

<u>NAME</u>	<u>ADDRESS</u>
John A. Sherrick	770 Paulsen Building, Spokane, WA 99201

ARTICLE 9.

At each election for directors, every shareholder entitled to vote at such election has the right to vote in person or by proxy the number of shares of stock held by him for as many persons as there are directors to be elected. No cumulative voting for directors shall be permitted.

ARTICLE 10.

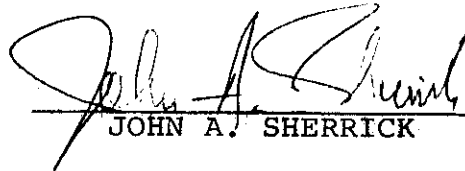
(1) No contracts or other transactions between the corporation and any other corporations, and no act of the corporation shall in any way be affected or invalidated by the fact that any of the directors of the corporation are pecuniarily or otherwise interested in, or are directors or officers of, such other corporations; and

(2) Any director individually, or any firm of which any director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contracts or transactions of the corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or the majority thereof.

ARTICLE 11.

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 conferred herein on shareholders and directors are subject to this reserved power.

DATED this 17<sup>th</sup> day of MARCH, 1981.

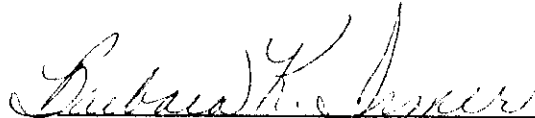
  
\_\_\_\_\_  
JOHN A. SHERRICK

STATE OF WASHINGTON)

ss.

County of Spokane )

I, BARBARA K. IRMER, a Notary Public, hereby certify that on this 17 day of March, 1981, personally appeared before me JOHN A. SHERRICK, being by me first duly sworn, declared that he is the person that signed the foregoing document as incorporator and that the statements therein contained are true.

  
\_\_\_\_\_  
NOTARY PUBLIC in and for the State  
of Washington, residing at Spokane