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July 10, 1997

Florida Secretary of State
Division of Corporations
Amendment Section
P. O. Box 6327
Tallahassee FL 32314

IN RE: Mar-Ric Investments, L.C. - Limited Liability Company Dissolution

Dear Sir/Madam:

300002237433--1
-07/14/97--01124--001
*****52.50 *****52.50

Enclosed herein please find Articles of Dissolution for a Florida Limited Liability Company being filed on behalf of Mar-Ric Investments, L.C. along with a check for \$52.50. We would ask that you file these Articles of Dissolution with your office and return a date-stamped copy to us immediately using the enclosed prepaid self-addressed Federal Express envelope.

Should you encounter any problems with the filing of these Articles of Dissolution, I would ask that you contact the undersigned at 1-800-533-4434. Thank you in advance for your assistance in this matter.

Very truly yours,

PORTER, WRIGHT, MORRIS & ARTHUR

By *Karen F. Brumit*
Karen F. Brumit, Paralegal

KFB:ksj
Enclosures

DAYTON/0077589.01

FILED
SECRETARY OF STATE
DIVISION OF CORPORATION
JUL 14 PM 4:04

Valdis
JUL 17 1997

**ARTICLES OF DISSOLUTION
FOR
A FLORIDA LIMITED LIABILITY COMPANY**

FILED STATE
SECRETARY OF CORPORATION
97 JUL 14 PM 4: 04

1. The name of the limited liability company is Mar-Ric Investments, L.C.

2. The effective date of the limited liability company's dissolution is 6/1/97

3. A description of the occurrence that resulted in the limited liability company's dissolution pursuant to section 608.441, Florida Statutes

Pursuant to Section 608.441(1)(b), the members are dissolving this limited liability company by written agreement.

4. **CHECK ONE :**

All debts, obligations and liabilities of the limited liability company have been paid or discharged.

-OR-

Adequate provision has been made for the debts, obligations and liabilities pursuant to 608.4421.

5. All remaining property and assets have been distributed among its members in accordance with their respective rights and interests.

6. **CHECK ONE :**

There are no suits pending against the company in any court.

-OR-

Adequate provision has been made for the satisfaction of any judgement, order or decree which may be entered against it in any pending suit.

Signatures of all members:

Signature

CHURCHILL DOWNS REALTY, INC.
By Marcia H. Holton

Marcia H. Holton, President

ROSECORP. INC.
By [Signature]

Typed or Printed name

Churchill Downs Realty, Inc.
By Marcia H. Holton, President

Marcia H. Holton

Rosecorp, Inc.

By RICHARD H. ROSENBERG
[Signature]
