

# F95000003221

YOUNG, CONAWAY, STARGATT & TAYLOR

BRUCE H. STARGATT  
 EDWARD H. MAY  
 STEPHEN B. YOUNG  
 ROBERT CASTLE  
 EDWARD B. MAXWELL, JR.  
 VICTORIA A. WINDSHILL  
 ARTHUR DODEN  
 STEPHEN N. SANDER  
 RICHARD A. LEVINE  
 RICHARD A. ZAPP  
 FREDERICK W. WATKINS  
 RICHARD H. MORSE  
 DAVID C. MCNEIL  
 JOSEPH A. MCNEIL  
 JOHN VINCENT ALFANDER  
 CRAIG A. FARWELL  
 KAPRY M. WHITEHEAD  
 JOSEPH W. HIGGINS  
 ANTHONY G. ELYON  
 JEROME K. GROSSMAN  
 EUGENE A. PERINZIO  
 JAMES L. PATTON, JR.  
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 WILLIAM D. JOHNSON  
 TIMOTHY J. SMYER  
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LARRY J. TARABUCOS  
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 NATALIE S. WOLF  
 LISA S. GOODMAN  
 MARK F. DUFFALL  
 RANDI SIGEL ROMANO

ELEVENTH FLOOR  
 RODNEY SQUARE NORTH  
 P.O. BOX 301  
 WILMINGTON, DELAWARE 19808-0301

(302) 571-0600  
 (800) 255-2234 (DE ONLY)  
 FAX: (302) 571-1253

WRITER'S DIRECT DIAL NUMBER  
 (302) 571-6685

H. ALBERT YOUNG  
 1920-1962  
 H. JAMES CONAWAY, JR.  
 1947-1991  
 WILLIAM F. TAYLOR  
 OF COUNSEL

GEORGETOWN OFFICE  
 110 WEST FINE STREET  
 P.O. BOX 594  
 GEORGETOWN, DELAWARE 19847  
 (302) 850-3571  
 (800) 255-2234 (DE ONLY)  
 FAX: (302) 850-9338

## FEDERAL EXPRESS

Qualification/Registration Sec.  
 Division of Corporations  
 409 E. Gaines St.  
 Tallahassee, FL 32399

RE: Fox Hill Farms, Inc.

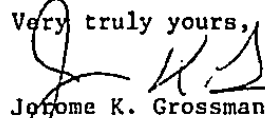
Dear Sir or Madam:

Enclosed are the following:

1. Transmittal Letter;
2. Application by Foreign Corporation for Authorization to Transact Business in Florida;
3. Good Standing Certificate issued by the State of Delaware; and
4. Our firm's check, in the amount of \$70.00, representing the Filing Fee and the Registered Agent Designation Fee.

Please proceed with filing to effect the qualification of Fox Hill Farms, Inc. in the State of Florida. Please send the "letter of acknowledgement" evidencing filing to the undersigned.

Please do not hesitate to contact me if you have any questions.

Very truly yours,  
  
 Jerome K. Grossman

JKG:gd  
 Enclosures

cc: Mr. Richard C. Porter, II  
 Ms. Freta Lott, Corporate Specialist Supervisor

100001478871  
 -05/03/95--01143--013  
 \*\*\*\*\*70.00 \*\*\*\*\*70.00

W95-5449

FILED  
 SECRETARY OF STATE  
 DIVISION OF CORPORATIONS  
 95 APR -5 PM 1:36



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

March 29, 1995

CERTIFIED MAIL #Z 751 934 326

Richard Porter, II  
Fox Hill Farm  
P. O. Box 2368  
Wilmington, DE 19899

RE: Fox Hill Farm  
#W95000005449

Dear Mr. Porter:

It has been brought to my attention that the above mentioned entity may be transacting business in the State of Florida. I have searched the records of this office and have found no record of any filing for Fox Hill Farm, a corporation organized under the laws of Delaware.

Section 607.1501, Florida Statutes (copy enclosed), states that a foreign corporation may not transact business in this State without obtaining a certificate of authority from the Florida Department of State. Further, s. 607.1502(4), F.S., authorizes the Division of Corporations to collect all fees and taxes, and a penalty between \$500.00 and \$1,000.00 for each year and any part thereof that a foreign corporation has transacted business in Florida without proper authority.

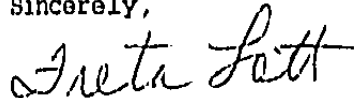
THE DIVISION OF CORPORATIONS RECOMMENDS THAT CORPORATE DOCUMENTS BE REVIEWED BY YOUR LEGAL COUNSEL. THE DIVISION IS A FILING AGENCY AND AS SUCH DOES NOT RENDER ANY LEGAL, ACCOUNTING, OR TAX ADVICE. THE PROFESSIONAL ADVICE OF YOUR LEGAL COUNSEL TO ASCERTAIN EXACT COMPLIANCE WITH ALL STATUTORY REQUIREMENTS IS STRONGLY RECOMMENDED.

Please review s. 607.1501(2), F.S. to determine whether Fox Hill Farm's activities in Florida constitute the transaction of business. If Fox Hill Farm requires a certificate of authority, submit the enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida". If after reviewing s. 607.1501(2), F.S., it is determined that said corporation does not need to obtain authority, please provide a written response to that effect within thirty (30) days to avoid the necessity of further action.

March 29, 1995  
Fox Hill Farm  
Page two (2)

If you have any questions regarding this matter, please call (904) 487-6091, or write the Foreign Qualification Section, P.O. Box 6326, Tallahassee, Florida 32314.

Sincerely,

A handwritten signature in cursive script that reads "Freta Lott".

Freta Lott, Corporate Specialist Supervisor

FL/fl

Enclosures: Sections 607.1501 through 607.1532, Florida Statutes.  
"Application by Foreign Corporation for Authorization to Transact  
Business in Florida".



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

May 4, 1995

YOUNG, CONAWAY, STARGATT & TAYLOR  
% JEROME K. GROSSMAN  
P.O. BOX 391  
WILMINGTON, DE 19899-0391

SUBJECT: FOX HILL FARMS, INC.  
Ref. Number: W95000005449

We have received your document for FOX HILL FARMS, INC. and your check(s) totaling \$70.00. However, the document has not been filed and is being retained in this office for the following:

The name designated in your document is not available. Therefore, the corporation must adopt an alternate name for use in the state of Florida. To adopt an alternate name the corporation must submit a corporate resolution by the board of directors adopting the alternate name for use in the state of Florida. Please note the corporate resolution must be signed by the chairman, vice chairman, or an officer of the corporation. The alternate name must contain a corporate suffix. Such suffixes include: Corporation, Corp., Incorporated, Inc., Company, and CO.

Please RETURN ALL DOCUMENTATION to the ATTENTION of the CORPORATE SPECIALIST indicated.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6094.

Steven Harris  
Corporate Specialist

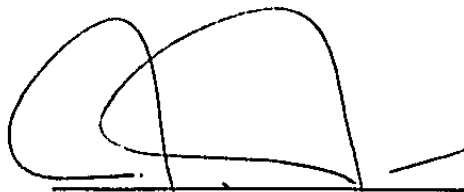
Letter Number: 095A00021784

## RESOLUTION OF BOARD OF DIRECTORS

I, the undersigned Richard C. Porter, II, sole director, do/hereby certify  
that this Resolution of the Board of Directors of Fox Hill Farms, Inc.,  
a corporation duly organized and existing under the laws of the State of Delaware,  
was duly adopted on June 20, 1995.

Resolved, that Fox Hill Farms, Inc., organized  
and existing in the State of Delaware, hereby adopts the  
name Fox Hill Farm of Delaware, Inc. for use in Florida.

Dated: \_\_\_\_\_



Signature of at least one director  
Richard C. Porter, II, Director

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
95 JUL -5 PM 1:36

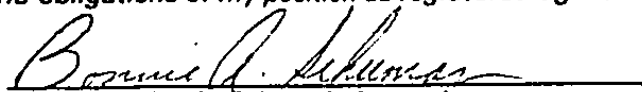
**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO  
TRANSACTION BUSINESS IN FLORIDA**

**IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS  
SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACTION BUSINESS IN THE  
STATE OF FLORIDA:**

1. Fox Hill Farm, Inc.  
(Name of corporation: must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)
2. Delaware 3. 51-0354546  
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 4/11/94 5. Perpetual  
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. 2/16/95  
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.)
7. Fox Hill Farm, Inc.  
P. O. Box 3838, Greenville, DE 19807  
(Current mailing address)
8. "The purpose of this corporation is to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of Delaware."  
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)  
Own racing horses.
9. Name and street address of Florida registered agent:  
Name: CT Corporation System  
c/o CT Corporation System  
Office Address: 1200 South Pine Island Road  
Plantation, Florida, 33324  
(Zip Code)

**10. Registered agent's acceptance:**

*Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.*

  
(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and addresses of officers and/or directors:

A. DIRECTORS

Chairman: N/A

Address: \_\_\_\_\_

Vice Chairman: N/A

Address: \_\_\_\_\_

Sole Director: Richard C. Porter, II  
17th Floor, Delaware Trust Bldg.

Address: 902 Market Street  
Wilmington, DE 19801

Director: N/A

Address: \_\_\_\_\_

B. OFFICERS

President: Richard C. Porter, II  
17th Floor, Delaware Trust Bldg.

Address: 902 Market Street  
Wilmington, DE 19801

Vice President: Elizabeth H. Porter  
17th Floor, Delaware Trust Bldg.

Address: 902 Market Street  
Wilmington, DE 19801

Secretary: Richard C. Porter, II  
(see above)

Address: \_\_\_\_\_

Treasurer: Elizabeth H. Porter  
(see above)

Address: \_\_\_\_\_

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. [Signature]  
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Richard C. Porter, II, President  
(Typed or printed name and capacity of person signing application)

Fox Hill Farms, Inc.  
ADDENDUM TO APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO  
TRANSACTION BUSINESS IN FLORIDA

Item B. OFFICERS (cont'd)

Vice President: John C. Servis  
2749 Woodview Drive  
Bensalem, PA 19020

Assistant Secretary: Jerome K. Grossman  
11th Floor, Rodney Square North  
Eleventh & Market Sts.  
Wilmington, DE 19801



*Office of the Secretary of State*

---

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "FOX HILL FARMS, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-SEVENTH DAY OF APRIL, A.D. 1995.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
95 JUL -5 PM 1:36



*Edward J. Freel*

Edward J. Freel, Secretary of State

2393646 8300

950093153

AUTHENTICATION:

7487555

DATE:

04-27-95

SECOND NOTICE: CORPORATION WILL BE DISSOLVED ON OR AFTER AUGUST 7, 1996.  
AMOUNT DUE ON OR BEFORE 8/7/96: \$225 (IF DISSOLVED, MINIMUM AMOUNT DUE TO REINSTATE: \$375.)

PROFIT  
CORPORATION  
ANNUAL REPORT

1996



FLORIDA DEPARTMENT OF STATE  
Sandra H. Mathams  
Secretary of State  
DIVISION OF CORPORATIONS

FILED

'96 OCT -9 PM 3:24

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

DOCUMENT # F95J00003221 (7)

1. Corporation Name

FOX HILL FARM OF DELAWARE, INC.

REINSTATEMENT



Principal Place of Business

Mailing Address

PO BOX 3838  
GREENVILLE DE 19007

PO BOX 3838  
GREENVILLE DE 19007

3. Date Incorporated or Qualified

07/05/1995

3a. Date of Last Report

2. Principal Place of Business

2a. Mailing Address

21

26

Suite, Apt. #, etc.

Suite, Apt. #, etc.

22

27

City & State

City & State

23

28

Zip

Country

Zip

Country

24

25

29

30

9. Name and Address of Current Registered Agent

10. Name and Address of New Registered Agent

C T CORPORATION SYSTEM  
1200 SOUTH PINE ISLAND ROAD  
PLANTATION FL 33324

01 Name

02 Street Address (P.O. Box Number is Not Acceptable)

03

04 City

900001376759--0  
-10/16/96--01043--013  
\*\*\*\*375.00 \*\*\*375.00  
FL

11. Pursuant to the provisions of Sections 607.0502 and 607.1508, Florida Statutes, the above-named corporation submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by the corporation's board of directors. I hereby accept the appointment as registered agent. I am familiar with, and accept the obligations of, Section 607.0505, Florida Statutes.

SIGNATURE

Connie Bryan

Connie Bryan

Special Assistant Secretary

10-96

Signature typed or printed name of Registered Agent and title if applicable

(NOTE: Registered Agent signature required when reinstating)

DATE

12.

OFFICERS AND DIRECTORS

13.

ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

TITLE

PSD

☐ DELETE

NAME

PORTER, RICHARD C II

STREET ADDRESS

902 MARKET ST

CITY - ST - ZIP

WILMINGTON DE 19801

TITLE

VT

☐ DELETE

NAME

PORTER, ELIZABETH H

STREET ADDRESS

902 MARKET ST

CITY - ST - ZIP

WILMINGTON DE 19801

TITLE

☐ DELETE

NAME

STREET ADDRESS

CITY - ST - ZIP

TITLE

☐ DELETE

NAME

STREET ADDRESS

CITY - ST - ZIP

TITLE

☐ DELETE

NAME

STREET ADDRESS

CITY - ST - ZIP

1.1 TITLE

1.2 NAME

1.3 STREET ADDRESS

1.4 CITY - ST - ZIP

2.1 TITLE

2.2 NAME

2.3 STREET ADDRESS

2.4 CITY - ST - ZIP

3.1 TITLE

3.2 NAME

3.3 STREET ADDRESS

3.4 CITY - ST - ZIP

4.1 TITLE

4.2 NAME

4.3 STREET ADDRESS

4.4 CITY - ST - ZIP

5.1 TITLE

5.2 NAME

5.3 STREET ADDRESS

5.4 CITY - ST - ZIP

6.1 TITLE

6.2 NAME

6.3 STREET ADDRESS

6.4 CITY - ST - ZIP

☐ Change ☐ Addition

☐ Change ☐ Addition

☐ Change ☐ Addition

☐ Change ☐ Addition

☐ Change ☐ Addition

☐ Change ☐ Addition

SIGNATURE:

SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

10/7/96

(302) 573-8999

Document Number Only

F95000003221

CT CORPORATION SYSTEM

Requestor's Name

660 East Jefferson Street

Address

Tallahassee, FL 32301 222-1092

City

State

Zip

Phone

CORPORATION(S) NAME

Fox Hill Farm of Delaware, Inc.

- ☐ Profit  
☐ NonProfit  
☐ Limited Liability Co.  
☐ Foreign

- ☐ Amendment  
☐ Dissolution/Withdrawal

- ☐ Merger  
☐ Mark

- ☐ Limited Partnership  
☒ Reinstatement

- ☐ Annual Report  
☐ Reservation

- ☐ Other  
☐ Change of P.A.  
☐ Fic. Name

- ☐ Certified Copy

- ☐ Photo Copies

- ☐ CUS

- ☐ Call When Ready  
☒ Walk In  
☐ Mail Out

- ☐ Call if Problem

- ☐ After 4:30  
☒ Pick Up

Name
Availability
Document Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

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File 1st



FLORIDA DEPARTMENT OF STATE  
Sandra B. Northam  
Secretary of State

RECEIVED

OCT 10 PM 12:54

DIVISION OF CORPORATION

October 10, 1996

C T CORPORATION SYSTEM

TALLAHASSEE, FL 32301

SUBJECT: FOX HILL FARM OF DELAWARE, INC.  
Ref. Number: F95000003221

We have received your document for FOX HILL FARM OF DELAWARE, INC. and check(s) totaling \$410.00. However, your check(s) and document are being returned for the following:

The registered agent must sign accepting the designation. (on block #11 of Reinstatement)

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6906.

Darlene Connell  
Corporate Specialist

Letter Number: 696A00046131

Darlene,

Please backdate  
to 10-9-96

Thanks,

Tamara

Document Number Only

F95000003221

CT CORPORATION SYSTEM

Requestor's Name

660 East Jefferson Street

Address

Tallahassee, FL 32301 222-1092

City

State

Zip

Phone

CORPORATION(S) NAME

300001976753--9

-10/16/96--01043--012

\*\*\*\*\*35.00 \*\*\*\*\*35.00

Fox Hill Farm of Delaware, Inc.

- ☐ Profit  
☐ NonProfit  
☐ Limited Liability Co.  
☐ Foreign

☐ Amendment

☐ Merge

☒ Dissolution/Withdrawal

☐ Mark

- ☐ Limited Partnership  
☐ Reinstatement

- ☐ Annual Report  
☐ Reservation

- ☐ Other UCC Filing  
☐ Change of R.A.  
☐ Fic. Name

☐ Certified Copy

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☐ CUS

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Verifier
Acknowledgment
W.P. Verifier

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

RECEIVED  
96 OCT -9 PM 12:38  
VISITORS  
STATE CORP. DIV.

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File 2nd

10-9

Withdrawal  
10/16/96  
DZ

2

APPLICATION BY FOREIGN CORPORATION FOR WITHDRAWAL OF AUTHORITY  
TO TRANSACT BUSINESS OR CONDUCT AFFAIRS IN FLORIDA

Fox Hill Farm of Delaware, Inc.

(Name of Corporation)

Delaware

(Incorporated Under Laws Of)

FILED  
96 OCT -9 PM 3:21  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

This corporation is no longer transacting business or conducting affairs within the State of Florida and hereby voluntarily surrenders its authority to transact business or conduct affairs in Florida.

This corporation revokes the authority of its registered agent in Florida to accept service on its behalf and appoints the Department of State as its agent for service of process based on a cause of action arising during the time it was authorized to transact business or conduct affairs in Florida.

The following is a current mailing address to which the Department of State may mail a copy of any process against this corporation that may be served on the Department.

17th Floor, 902 Market Street, P. O. Box 2368

(Mailing Address)

Wilmington, DE 19899

(City - State - Zip)

The corporation agrees to notify the Department of State in the future of any change in its mailing address.

  
Signature

10/7/96  
Date

Richard C. Porter, II

Typed or printed name

President

Title