

m04000001275

Division of Corporations

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Florida Department of State
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DIVISION OF CORPORATIONS

LIMITED LIABILITY AMENDMENT
CHARLSON BROADCAST TECHNOLOGIES, LLC

2005 JAN 20 A 11:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY TO
FILE AMENDMENT TO APPLICATION FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA**

SECTION I (1-3 must be completed)

1. Name of limited liability company as it appears on the records of the Florida Department of State: Charlson Broadcast Technologies, LLC
2. Jurisdiction of its organization: Kentucky
3. Date authorized to do business in Florida: MO4000001275 3/31/04

SECTION II (4-7 complete only the applicable changes)

4. If the amendment changes the name of the limited liability company, when was the change effected under the laws of its jurisdiction of organization? May 28, 2004
5. New name of the limited liability company: Churchill Downs Simulcast Productions, LLC
6. If the amendment changes the period of duration, indicate new period of duration: _____
7. If the amendment changes the jurisdiction of organization, indicate new jurisdiction: _____
8. If the amendment corrects any false statement, indicate the statement being corrected and the correction: _____
9. Attached is an original certificate, no more than 90 days old, evidencing the aforementioned amendment(s), duly authenticated by the official having custody of records in the jurisdiction under the law of which this entity is organized.

Rebecca C. Reed

Signature of a member or the authorized
representative of a member

Rebecca C. Reed

Typed or printed name of signer

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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**Trey Grayson
SECRETARY OF STATE**

CERTIFICATE

I, Trey Grayson, Secretary of State for the Commonwealth of Kentucky, do hereby certify that the foregoing writing has been carefully compared by me with the original thereof, now in my official custody as Secretary of State and remaining on file in my office, and found to be a true and correct copy of
AMENDMENT TO ARTICLES OF INCORPORATION OF

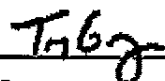
**CHARLSON BROADCAST TECHNOLOGIES, LLC CHANGING NAME TO CHURCHILL
DOWNS SIMULCAST PRODUCTIONS, LLC FILED MAY 28, 2004.**

FILED

2005 JAN 20 A 11:29

**SECRETARY OF STATE
TALLAHASSEE, FLORIDA**




Trey Grayson
Secretary of State
Commonwealth of Kentucky
(Related By: Director - Certificate ID: 3972)

**ARTICLES OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF**

CHARLSON BROADCAST TECHNOLOGIES, LLC

0467542.06

Trey Grayson
Secretary of State
Received and Filed
05/26/2004 10:01:31 AM
Fee Receipt: \$40.00

MADE
JACR

Pursuant to the provisions of KRS 275.030, Articles of Amendment to the Articles of Organization of Charlson Broadcast Technologies, LLC (the "Company") are hereby adopted:

FIRST: The name of the Company is Churchill Downs Simulcast Productions, LLC

SECOND: Article I is amended in its entirety to read as follows:

ARTICLE I

The name of the limited liability company shall be Churchill Downs Simulcast Productions, LLC (the "Company").

THIRD: Pursuant to KRS 275.175, the above described amendment was adopted by unanimous written consent of the managers on May 10, 2004.

Dated as of May 17, 2004.

**CHURCHILL DOWNS SIMULCAST
PRODUCTIONS, LLC**

By: Rebecca C. Reed
Rebecca C. Reed, Secretary