


File on or before May 1, 1999 or Limited Liability Company will be subject to a \$ 400.00 LATE FEE.

LIMITED LIABILITY COMPANY ANNUAL REPORT 1999		 FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State DIVISION OF CORPORATIONS		50 MAY - 6 PM 2:03 with 5/7	
FILING FEE \$ 188.75		Annual Report \$100.00 + \$88.75 Corporation Supplemental Fee Make Check Payable To: FLORIDA DEPARTMENT OF STATE			
1. Name and Mailing Address of Limited Liability Company DOCUMENT # M98000001257 EQUIBASE COMPANY LLC 40 EAST 52ND STREET, 15TH FLOOR NEW YORK NY 10022		1a. Principal Place of Business Address 40 EAST 52ND STREET, 15TH FL NEW YORK NY 10022			
2. Principal Place of Business Suite, Apt #, etc. City & State Zip Country		2a. Mailing Address Suite, Apt #, etc. City & State Zip Country		3. Date Organized or Qualified 10/27/1998 3a. State of Formation KY 4. FEI Number 13-3561965 <input type="checkbox"/> Applied For <input type="checkbox"/> Not Applicable	
				5. Date of Last Report 6. Certificate of Status Desired \$8.75 Additional Fee Required <input type="checkbox"/>	
7. Name and Address of Current Registered Agent CORPORATION SERVICE , COMPANY 12-01 HAYES STREET TALLAHASSEE FL 32301			8. Name and Address of New Registered Agent/Office Name Street Address (P.O. Box Number is Not Acceptable) Suite, Apt #, etc. City Zip Code <div style="text-align: center; font-weight: bold;">FL</div>		
9. Pursuant to the provisions of Sections 608.416 and 608.508, Florida Statutes, the above-named limited liability company 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 affirmative vote of a majority of the members. Thereby accept the appointment as registered agent, and accept the obligations.					
SIGNATURE _____			DATE _____		
(Registered Agent Accepting Appointment) (NOTE: Registered Agent Signature required when new filing)					
10. Title	Managing Members/Managers	Business Street Address	City, State and Zip Code		
MGRM	THE JOCKEY CLUB RACI,	821 CORPORATE DRIVE	LEXINGTON KY		
MGRM	EQUIBASE HOLDING PAR,	420 FAIR HILL DRIVE, SUITE	ELKTON MD		
		400002871224--4 -05/11/99--01051--006 ****188.75 ****188.75			
11. I do hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3)(i), Florida Statutes. I further certify that the information indicated on this annual report is true and accurate and that my signature shall have the same legal effect as if made under oath; that I am a managing member or manager of the limited liability company or the receiver or trustee empowered to execute this report as required by Chapter 608, Florida Statutes; and that my name appears in Block 10, or on an attachment with an address.					
SIGNATURE: <i>Daniel P O'Connell</i>		04/23/99 2003715970			