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KEVIN C. LUNSFORD
ATTORNEY AT LAW

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April 23, 2001

Dept. of State Division of Corporations PO Box 6327 Tallahassee, FL 32314-6327

500004081835---8 -04/26/01--01088--011 *****35.00 *****35.00

Re:

Articles of Amendment

South Florida Racing Alliance, Inc.

Dear Madam/Sir:

Please find enclosed the original Articles of Amendment for filing with my check in the amount of \$35.00 representing your filing fee. Please file the Articles of Amendment and return to South Florida Racing Alliance, Inc. c/o Kevin C. Lunsford, 1975 E. Sunrise Blvd. Ste. 715, Fort Lauderdale, FL 33304.

If you have any questions please do not hesitate to contact me.

Sincerely,

Kevin C. Lunsford

Enclosures

O1 APR 26 PM 12: 15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION SOUTH FLORIDA RACING ALLIANCE, INC.

Pursuant to the provisions of Section 617.1001, Florida Statutes, the undersigned corporation adopts these articles of amendment to its articles of incorporation:

FIRST:

Article VI - Directors shall be amended to state:

The name and address of the directors are:

Dennis Coyle

Charles Coyle

Julia Rodriguez

14441 Arlington Place

14441 Arlington Place

14441 Arlington Place

Davie, FL 33325 Davie, FL 33325

Davie, FL 33325

SECOND:

The date of each amendment's adoption is April _17, 2001.

THIRD:

Adoption of Amendment (check one)

<u>X</u>

The amendment was adopted by the board of directors without member action

and member action was not required.

The amendment was approved by the members. The number of votes

cast for the amendment was sufficient for approval.

Signed this 11th day of April 2001.

SOUTH FLORIDA RACING ALLIANCE, INC.