

N95000003510

Michael M. Onett

(Requestor's Name)

2201 S.W. College Rd

(Address)

Ocala, FL 33474 904 873-3555

(City, State, Zip)

(Phone #)

OFFICE USE ONLY

000001545680

-07/25/95--01076--016

***122.50 ***122.50

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. Florida Thoroughbred Backside Protection, Inc.

(Corporation Name)

(Document #)

2.

(Corporation Name)

(Document #)

3.

(Corporation Name)

(Document #)

4.

(Corporation Name)

(Document #)



Walk in



Pick up time



Certified Copy



Mail out



Will wait



Photocopy



Certificate of Status

NEW FILINGS

| | |
|-------------------------------------|-------------------|
| <input type="checkbox"/> | Profit |
| <input checked="" type="checkbox"/> | NonProfit |
| <input type="checkbox"/> | Limited Liability |
| <input type="checkbox"/> | Domestication |
| <input type="checkbox"/> | Other |

AMENDMENTS

| | |
|--------------------------|---------------------------------------|
| <input type="checkbox"/> | Amendment |
| <input type="checkbox"/> | Resignation of P.A., Officer/Director |
| <input type="checkbox"/> | Change of Registered Agent |
| <input type="checkbox"/> | Dissolution/Withdrawal |
| <input type="checkbox"/> | Merger |

OTHER FILINGS

| | |
|--------------------------|------------------|
| <input type="checkbox"/> | Annual Report |
| <input type="checkbox"/> | Fictitious Name |
| <input type="checkbox"/> | Name Reservation |

REGISTRATION/
QUALIFICATION

| | |
|--------------------------|---------------------|
| <input type="checkbox"/> | Foreign |
| <input type="checkbox"/> | Limited Partnership |
| <input type="checkbox"/> | Reinstatement |
| <input type="checkbox"/> | Trademark |
| <input type="checkbox"/> | Other |

Examiner's Initials

ARTICLES OF INCORPORATION
OF
FLORIDA THOROUGHBRED BACKSIDE PROTECTION, INC.

ARTICLE I

The name of the corporation is Florida Thoroughbred Backside Protection, Inc.

ARTICLE II

The address of the principal office is 2201 SW College Road, Ocala, Florida 34474.

ARTICLE III

The Corporation is to provide an organization devoted to Florida Thoroughbred Backside employees and provide medical, dental, surgical, life, funeral and disability insurance benefits in a uniform manner and to the fullest extent actuarially possible.

(1) Obtain and maintain recognition from the state of Florida, for funding as noted in Florida Statutes 550.655.

(2) In promoting the foregoing aims, the corporation shall be authorized to engage in such other activities as may be beneficial to the corporation, recognizing that the specific purpose set forth herein shall not restrict the corporation in fulfilling its primary purpose of the interest and general welfare of thoroughbred backside employees licensed in the state of Florida in such manner as future circumstances may require and to protect the interest and financial revenues of the State of Florida

(3) Work with Florida Horseman organizations, pari-mutual permit holders, and state authorities to assure that current funding to the Florida Thoroughbred Backside Protection, Inc. are continued and funded in a manner which does not adversely affect the persons dependent upon such corporation.

The organization is organized exclusively for, and will be operated exclusively for charitable and health purposes.

The Corporation shall not distribute any funds to Directors or Officers, except as reasonable compensation for services actually performed in carrying out the Corporation's charitable and health purposes.

ARTICLE IV

There shall be fifteen (15) members of the initial Board of Directors of the Corporation. The names and addresses of the persons who are to serve as Directors until the first election thereof are as follows:

| | |
|--------------------------------|---|
| Petmann Barber | 3001 Lake Weir Avenue Ocala, Florida 34471 |
| A. A. Fisher, III | 755 NE 117th Street Miami, Florida 33134 |
| P.M. Halman | 3101 SW College Road Ocala, Florida 34474 |
| David Hill | 3560 Main Highway Miami, Florida 33133 |
| Alan Marcus | 2841 NE 163rd Street N. Miami Beach, Florida 33160 |
| Michael Onett | 9720 SW 32nd Ct Ocala, Florida 34476 |
| Mike Ramdial | 13414 SW 113th Place Miami, Florida 33176 |
| Phillip Shinn | 1802 NW 42nd Place Ocala, Florida 34475 |
| Calder Race Course designee | Opa Locka, Florida |
| Gulf Stream Course designee | Halende, Florida |
| Hialeah Race Course designee | Hialeah, Florida |
| Tampa Race Course designee | Oldsmar, Florida |
| Tropical Race Course desingee | Opa Locka, Florida |
| Thoroughbred Horseman designee | |
| Thoroughbred Horseman designee | |

The method of election of the Board of Directors shall be stated in the bylaws.

ARTICLE V

The affairs of the Corporation are to be managed by a President, Vice-President(s) and a Secretary/Treasurer. Such officers shall be elected as provided in the By-laws of the Corporation. The names and addresses of the persons who are to serve as Officers until the first election of Officers under these Articles of Incorporation are as follows:

| | | |
|-----------------|---------------|--|
| President: | Michael Onett | 2201 SW College Road Ocala, Florida 34474 |
| Vice President: | Phillip Shinn | 1802 NW 42nd Place Ocala, Florida 34475 |
| Sec/Treasurer | P.M. Halman | 3101 SW 34th Ave Ocala, Florida 34474 |

ARTICLE VI

The Corporation shall have perpetual existence.

ARTICLE VII

Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501 (c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the state government for a public purpose.

ARTICLE VIII

The name and street address of the initial registered agent is: Michael M. Onett, 2201 SW College Road, Ocala, Florida 34474

ARTICLE IX

The Articles of Incorporation may be amended by a majority vote of the Board of Directors. The by-Laws of the Corporation may be amended by a majority vote of the Board of Directors.

ARTICLE X

The name and address of the incorporator is Michael M. Onett, 2201 SW College Road, Ocala, Florida 34474.

The undersigned incorporator has executed these Articles of Incorporation this 25 day of July, 1995

Michael M. Onett

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is:

FLORIDA THOROUGHBRED BACKSIDE PROTECTION, INC.
(must include suffix)

2. The name and address of the registered agent and office is:

MICHAEL M. ONETT
(NAME)

2201 s.w. college road
(P.O. Box or Mail Drop Box **NOT** ACCEPTABLE)

OCALA, FLORIDA 34474
(CITY/STATE/ZIP)

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


(SIGNATURE)

July 25, 1995
(DATE)

N95000003510

SEPT. 25, 1995

Secretary of State
Divisions of Corporations
P.O. Box 6327
Tallahassee, FL 32314

FTRP
2201 SW College Rd
Ocala, FL 34474

Amend

RE: FLORIDA THOROUGHBRED BACKSIDE PROTECTION, INC.

Dear Sirs:

Enclosed herein you will find my trust account check in the amount of \$35.00 which represents the fees due for the filing of the enclosed amendment to the articles of incorporation.

Please forward acknowledgement of the filing to me at your earliest opportunity. Thank you for your prompt attention to this matter.

Very truly yours,

Michael M. Onett

Michael M. Onett

95 SEP 28 AM 11:15
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

| | |
|----------------|---------|
| Name | |
| Availability | 9/28/95 |
| Form sent | |
| Examiner | DOU |
| Updater | DOU |
| Updater | |
| Verifier | DOU |
| S. Knowledge | |
| W. P. Verifier | DOU |

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-09/28/95-01034-014
*****35.00 *****35.00

RESOLUTION OF THE BOARD OF DIRECTORS OF THE
FLORIDA THOROUGHBRED BACKSIDE PROTECTION, INC.
AMENDING ARTICLES OF INCORPORATION.

FILED
SEP 28 11:33 AM '95
TALLAHASSEE

The Board of Directors of the Florida Thoroughbred Backside Protection, Inc., at a meeting called pursuant to notice, and held September 26, 1995, at the corporate offices, with a majority of directors in attendance or by proxy, adopted the following resolution amending the Articles of Incorporation of the the corporation. There are no members.

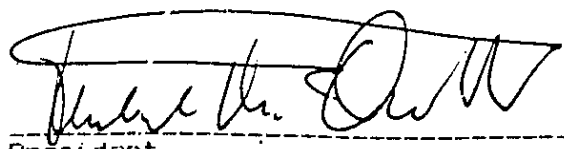
BET IT RESOLVED, the Articles of Incorporation of the Florida Thoroughbred Backside Protection, Inc. be and the same are hereby amended as follows:

All references in the Articles of Incorporation to Section 501(c)(3) of the Internal revenue Code, wheresoever same appears in the Articles of Incorporation, are amended so that such reference shall be to Section 501(c)(9) of the Internal Revenue Code.

ARTICLE VII be amended to read of follows:

Upon the dissolution of the corporation, all debts and liabilities are to be paid, then assets shall be distributed to its original funding sources which are the purse pool and the participating backside employee, this is then to be distributed on an non-discriminatory manner to the participants according to their percentage of contributions. Funds contributed or paid to a 501(c)(9) organization can only be used for section 501(c)(9) purposes, Therefore only providing benefits to its participants.

DATED: September 26, 1995


President

MICHAEL M. CARLIN


Secretary

N95000003510

Florida Thoroughbred Backside Protection, Inc.
9720 S.W. 32nd Court * Ocala, Florida
(352) 873-7155

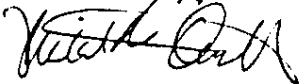
March 25, 1996

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Dear Sirs:

Please be advised that the Florida Thoroughbred Backside Protection, Inc. which was assigned document number N95000003510. Shall be moving to a new address please forward all correspondence to the following address 9720 S.W. 32nd Court Ocala, Florida 34476 The telephone number for correspondence shall be as follows (352)873-7155 please notify me if there is any additional information or corporate forms or fees needed at this time. Thank you for your prompt attention.

Sincerely,



Michael M. Onett
President
FTBP, inc

MMD: mom

96 APR -3 PM 2:56
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

4-3-96