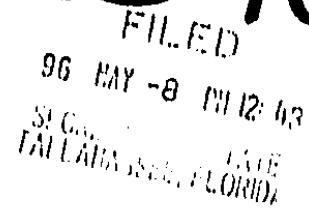


FOR HAYES (11)
ATTENTION (11 3210)
(31-222-0)
(31-222-112) AX



Patricia Pizito

W96-10030

2295

RECEIVED
96 MAY -8 PM 1:32
DIVISION OF CORPORATIONS

5-15-96



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

May 10, 1996

RESUBMIT

Please give original
submission date as file date.

CSC NETWORK
1201 HAYS STREET
TALLAHASSEE, FL

SUBJECT: THE HORSEMEN'S TRAINING CENTER, INC.
Ref. Number: W96000010030

We have received your document for THE HORSEMEN'S TRAINING CENTER, INC. and the authorization to debit your account in the amount of \$122.50. However, the document has not been filed and is being returned for the following:

Section 617.0803, Florida Statutes, requires that the board of directors never have fewer than three directors.

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) 487-6923.

Doris McDuffie
Corporate Specialist Supervisor

Letter Number: 596A00022961

RECEIVED
96 MAY 13 PM 12:15
DIVISION OF CORPORATIONS

FILED
96 MAY -8 PM 12:42
SEC. 1
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
THE HORSEMEN'S TRAINING CENTER, INC.

The undersigned, acting as incorporator of a not for profit corporation pursuant to Chapter 617, Florida Statutes, adopts the following Articles of Incorporation:

ARTICLE I. NAME

The name of the corporation is THE HORSEMEN'S TRAINING CENTER, INC.

ARTICLE II. PRINCIPAL OFFICE/MAILING ADDRESS

The principal place of business and mailing address of this corporation shall be 3000 North Federal Highway, Suite 200, Fort Lauderdale, Florida, 33306.

ARTICLE II. TERM

The duration of the corporation is perpetual. The date and time of the commencement of corporate existence is when the Articles are received in the office of the Secretary of State.

ARTICLE III. PURPOSE

The corporation is organized to operate, on a non-profit basis, that certain standardbred training center located adjacent to (and to the north of) Pompano Park Race Track, Pompano Beach, Florida.

ARTICLE IV. DIRECTORS

The number of Directors constituting the initial Board of Directors of the corporation is three (3). The number of Directors may be either increased or decreased from time to time in accordance with the Bylaws but shall never be more than seven (7) nor less than three (3). The names and addresses of each person who is to serve as a member of the initial Board of Directors are:

| <u>Name</u> | <u>Address</u> |
|--------------------|---|
| Edward B. Rudner | 1800 Eller Drive Fort Lauderdale, Florida 33315 |
| Jan E. Johnson | 3005 N.E. 31st Avenue Lighthouse Point, Florida 33064 |
| Carl G. Santangelo | 3000 North Federal Highway Building 2, Suite 200 Fort Lauderdale, Florida 33306 |

ARTICLE V. ADDRESS

The street address of the initial registered office of the corporation shall be 3000 North Federal Highway, Building Two, Suite 200, Fort Lauderdale, Florida 33306, and the name of the initial registered agent of the corporation at that address is Carl G. Santangelo.

ARTICLE VI. INCORPORATORS

The name and address of each incorporator is:

| <u>Name</u> | <u>Address</u> |
|--------------------|---|
| Carl G. Santangelo | 3000 North Federal Highway Building Two, Suite 200 Fort Lauderdale, Florida 33306 |

ARTICLE VII - BYLAWS

The power to adopt, alter, amend or repeal the Bylaws shall be vested in the Board of Directors.

ARTICLE VIII - AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment thereto, and any right conferred upon any member is subject to this reservation.


IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal this the 6th day of May, 1996.


CARL G. SANTANGELO, Subscriber

STATE OF FLORIDA
COUNTY OF BROWARD

The foregoing was acknowledged before me this 6th day of May, 1996 by CARL G. SANTANGELO, who is personally known to me and who did not take an oath.

SWORN TO AND SUBSCRIBED before me this 6th day of May, 1996.


NOTARY PUBLIC

My commission expires:



Joyce DiTucci
MY COMMISSION # CC487108 EXPIRES
August 8, 1999
BONDED THRU TROY FAIR INSURANCE, INC.

FILED
96 MAY -8 PM 12:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION**

I, CARL G. SANTANGELO, having been designated as the Registered Agent in the above and foregoing Articles, am familiar with and accept the obligations of the position of Registered Agent under Section 617.0501 Florida Statutes.


Carl G. Santangelo