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TRANSMITTAL LETTER

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

800003266428--8
-05/25/00-01039-014
****122.50 *****78.75

SUBJECT: M & M STABLES, INC.

(Proposed Corporate Name)

Enclosed please find an original and one (1) copy of the Articles of Incorporation for the above corporation and a check in the amount of \$ 122.50.

FROM: MICHELE MANDARA
362 Crystal Ridge Way
Lake Mary, FL 32746-2726
(407) 688-8896

FILED
00 MAY 25 AM 8:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CG
6-5-00
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ARTICLES OF INCORPORATION

OF

M & M STABLES, INC.

FILED
00 MAY 25 AM 8:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I. NAME

The name of this Corporation is M & M STABLES, INC.

ARTICLE II. DURATION

This Corporation shall have perpetual existence, commencing on the date of receipt of the Articles in the office of the Secretary of State.

ARTICLE III. PURPOSE

This Corporation is organized for the following purposes:

1. Racing horses
2. Any activity or business permitted under the laws of the United States and of the State of Florida .

ARTICLE IV. POWERS

This Corporation shall have all the corporate powers enumerated in the Florida General Corporation Act.

ARTICLE V. CAPITAL STOCK

A. This Corporation is authorized to issue 1000 shares of \$1.00 par value common stock, which shall be designated "common shares".

B. Except as otherwise provided by law or in the bylaws of the Corporation, the entire voting power for the election of directors and for all the purposes shall be vested exclusively in the holders of the outstanding common shares.

ARTICLE VI. INITIAL
REGISTERED OFFICE AND AGENT

The name and street address of this Corporation is 362 Crystal Ridge Way, Lake Mary, Florida 32746-2726.

The name and street address of the initial registered agent and office of this Corporation is Michele Mandara, 362 Crystal Ridge Way, Lake Mary, Florida 32746-2726

ARTICLE VII. INITIAL BOARD OF DIRECTORS

This Corporation shall have One (1) Directors, initially. The number of Director/s may be increased or diminished from time to time by the Bylaws but shall never be less than one (1). The names and addresses of the initial Directors of this Corporation are:

<u>NAME</u>	<u>ADDRESS</u>
Michele Mandara	362 Crystal Ridge Way Lake Mary, FL 32746-2726

ARTICLE VIII. BYLAWS

The Bylaws of this Corporation may be adopted, altered, amended or repealed by iether the Shareholders or Directors.

ARTICLE IX. INDEMNIFICATION

This Corporation shall indemnify any Officer or Director, or any former Officer or Director, to the fullerst extent permitted by law.

ARTICLE X. PREEMPTIVE RIGHTS

Every Shareholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE XI. INCORPORATOR

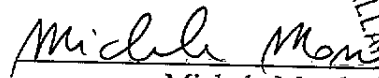
The name and address of the person signing these Articles is Michele Mandara, 362 Crystal Ridge Way, Lake Mary, FL 32746-8896.

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ARTICLE XII. AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, in accordance with the provisions of the Florida General Corporation Act.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 12th day of May, 2000


Michele Mandara
President

FILED
00 MAY 25 AM 8:56
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

ACCEPTANCE BY REGISTERED AGENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN ARTICLE V OF THESE ARTICLES OF INCORPORATION, THE UNDERSIGNED HEREBY AGREES TO ACT IN THIS CAPACITY, AND FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE DISCHARGE OF ITS DUTIES,

DATED THIS 12TH DAY OF MAY, 2000.


MICHELE MANDARA
Register Agent

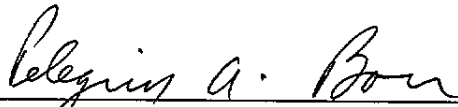
STATE OF FLORIDA

SEMINOLE COUNTY

Before me, a Notary Public authorized in the State and County set forth above, personally appeared Michele Mandara, known to me and known by me to be the person who, as Incorporator of M & M STABLES, INC; and he acknowledged before me that he executed those Articles of Incorporation.

Before me, a Notary Public authorized in the State and County set forth above, personally appeared Michele Mandara, known to me and known by me to be the person who, as Registered Agent of M & M STABLES, INC; and accepts the obligations and duties of the position of Registered Agent.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 12th day of May, 2000.



Pelegrius A. Bori
Notary Public, State of Florida at Large

My Commission Expires: