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AW OFFICES OF

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August 31, 2000

Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

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-09/05/00--01141--001
****128.75 ****128.75

Re: National Horsemen's Administration Corporation

To Whom It May Concern:

Enclosed for filing with the Division of Corporations on behalf of National Horsemen's Administration Corporation (the "Corporation") are the following documents:

- 1) Original and two copies of the signed Certificate of Domestication for the Corporation; and
- 2) Original and two copies of the Articles of Incorporation for the Corporation.

Also enclosed is a check in the amount of \$128.75 made payable to the Department of State to cover the filing fee. Please file these documents, date-stamp one set of copies and return them to my attention at the above address. If you have any questions, please call me.

Sincerely,

Melissa S. Sellers
Melissa S. Sellers

Enclosures

cc: Jeanine Longfritz (w/o enclosures)
Robert A. Spar, Esquire (w/o enclosures)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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CERTIFICATE OF DOMESTICATION

The undersigned, Rick Hiles, President,
(Name) (Title)

of National Horsemen's Administration Corporation a foreign Corporation
(Corporation Name)

in accordance with Florida Statutes, section 607.1801 does hereby certify:

1. The date on which corporation was first formed was September 25, 1989.
2. The jurisdiction where the above named corporations was first formed, incorporated, or otherwise came into being was Louisiana.
3. The name of the corporation immediately prior to the filing of this Certificate of Domestication was National Horsemen's Administration Corporation.
4. The name of the corporation, as set forth in its articles of incorporation, to be filed pursuant to ss. 607.0202 and 607.0401 with this certificate is National Horsemen's Administration Corporation.
5. The jurisdiction that constituted the seat, siege, social principal place of business or central administration of the corporation, or any other equivalent thereto under applicable law immediately prior to the filing of the Certificate of Domestication was

Louisiana

I am President, of National Horsemen's Administration Corporation

and am authorized to sign this certificate of Domestication on behalf of the corporation and have done

so this the 5th day of August, 2000.

✓ Rick Hiles
(Authorized Signature)

Filing Fee:

Certificate of Domestication	\$50.00
Articles of Incorporation and Certified Copy	\$78.75
Total to domesticate and file	\$128.75

ARTICLES OF INCORPORATION

NATIONAL HORSEMEN'S ADMINISTRATION CORPORATION

THIS IS TO CERTIFY THAT:

FIRST: The undersigned, whose address is 2875 N.E. 191st Street, Suite 506, Aventura, Florida 33180, does hereby form a corporation in compliance with Chapter 607A of the Florida Business Corporation Act.

SECOND: The name of the corporation (which is hereinafter called the "Corporation") shall be:

National Horsemen's Administration Corporation

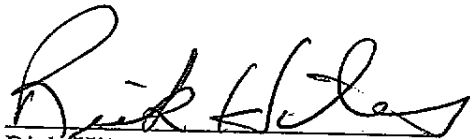
THIRD: The principal place of business and the mailing address of the Corporation shall be 2875 N.E. 191st Street, Suite 506, Aventura, Florida 33180.

FOURTH: The Corporation is formed for the purpose of carrying on any lawful business.

FIFTH: The total number of shares of stock which the Corporation has authority to issue is one thousand (1,000) shares, without par value, all of one class and all designated as Common Stock.

SIXTH: The name and address of the resident agent of the Corporation shall be Scott Savin, 2875 N.E. 191st Street, Suite 506, Aventura, Florida 33180.

INCORPORATOR:



Rick Hiles, President

National Horsemen's Administration Corporation

Aug. 5th, 2000
Date

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Having been named as registered agent to accept service of process for the Corporation in the attached instrument, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

REGISTERED AGENT:



Scott Savin

Aug. 5th, 2000
Date

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA