

P02000107618

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32399

September 24, 2002

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
02 OCT -2 AM 10:32

Dear Department of State,

Enclosed please find the Articles of Incorporation for:

Atlantic Paradise Racing, Inc.

700008160287--5
-10/02/02--01060--014
*****70.00 *****70.00

Also enclosed is a check in the amount of \$ 70.00 covering filing fees and payment
of an executed copy of said articles.

If you have any questions, please do not hesitate to get in touch with me directly.

Sincerely,

Robert H. Cohen

8061 W. McNab Rd
Tamarac, FL 33321

10-7-02
WC

ARTICLES OF INCORPORATION
OF
ATLANTIC PARADISE RACING, INC.

The undersigned, for the purposes of foregoing a corporation under the Florida General Corporation Act, do hereby adopt the following articles of incorporation.

ARTICLE I
Corporate Name & Address

The name of the corporation shall be Atlantic Paradise Racing, Inc. and the address 13750 SW 37th Ct. Main Floor Davie, Fl 33330.

ARTICLE II
Term of Existence

The duration of the corporation is perpetual, to be commenced with the filing of these articles of incorporation with the Department of State of the State of Florida.

ARTICLE III
Nature of Corporate Business

The general purpose for which the corporation is organized is:

1. to engage in a horse racing & training business and to do that which is incidental to the foregoing in order to accomplish the foregoing; and
2. to transact any other lawful business for which corporations may be incorporated under the Florida general Corporations Act.

ARTICLE IV
Authorized Shares

The aggregate number of shares, which the corporation is authorized to issue, is 1000 shares. Such shares shall be of single class and shall have a par value of \$ 1.00 per share.

ARTICLE V
Initial Agent

The address of the initial registered office of the corporation is 13750 SW 37th Ct Main Floor Davie, Fl 33330 and has named Jeffrey Havelin as the registered agent.

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ARTICLE VI
Initial Board of Directors & Incorporators

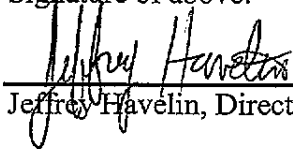
The number of directors/incorporator is one. (1)

The name and address of each person who is to serve as member of the board and be incorporators are:

NAME & ADDRESS

Jeffrey Havelin
3901 S. Ocean Drive
Apt 11 W
Hollywood, Fl 33019

Signature of above:



Jeffrey Havelin, Director, Incorporator

CERTIFICATE DESIGNATING PLACE OF BUSINESS FOR THE SERVICE OF
PROCESS WITHIN THIS STATE NAMING AGENT UPON WHOM PROCESS MAY
BE SERVED

.....
In pursuance to chapter 48.901, Florida statutes, the following is submitted in compliance
with said act:

FIRST----- ATLANTIC PARADISE RACING, INC.

Desiring to organize under the laws of the State of Florida, with its principal office,
as indicated in the articles of incorporation, at the city of Davie has named
Jeffrey Havelin to accept service of process in the State of Florida.

Having been named to accept service in the State of Florida for the above mentioned
entity at a place designated in this certificate, I hereby accept to act in this capacity and
agree to comply with the provisions of said act relative to keeping open said office.

By: Jeffrey Havelin, Agent-Jeffrey Havelin

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COUNTY OF BROWARD

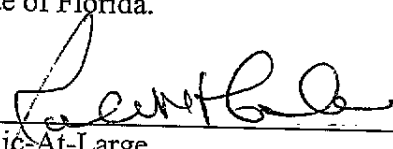
STATE OF FLORIDA

I hereby certify that on this 30 day of Sept, 2002, before me personally appeared Jeffrey Havelin incorporator of

ATLANTIC PARADISE RACING, INC.

under the laws of the State of Florida, to me known to be the person/persons described in and who executed the foregoing instrument and severally acknowledge the execution thereof to be their free act and deed as such directors, for the uses and purposes therein mentioned; and the said instrument is the act and deed of said corporation.

Witness my signature and official seal on 9/30, 2002 in the county of Broward and the State of Florida.



Notary Public-At-Large
State of
Florida

