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BASIC AMENDMENT

NEW LIFE THOROUGHBRED RACING, INC.

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FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

September 28, 2004

NEW LIFE THOROUGHBRED RACING, INC.
1439 N.W. 100TH AVENUE
OCALA, FL 34482

SUBJECT: NEW LIFE THOROUGHBRED RACING, INC.
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ARTICLES OF AMENDMENT FOR
NEW LIFE THOROUBRED RACING, INC.

Pursuant to the provisions of Section 607.1008, Florida Statutes, the undersigned Florida corporation adopts the following Articles of Amendment to its Articles of Incorporation of the above named corporation and are hereby amended as follows:

- 1) Article I is hereby amended to read as follows:
"The name of the Corporation is New Life Farms, Inc."
- 2) The date of the adoption of this Amendment was September ~~27~~, 2004;
- 3) The Amendment was approved by the Shareholders. The number of votes cast for the Amendments was sufficient for approval.

Signed this 27 day of September, 2004.

By:  Mark Leider
Director, its Authorized Officer

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