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January 23, 1995

Hon. J. Kassces
Directors Office
Secretary of State
409 East Gaines Street
Tallahassee, Florida 32301

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-03/15/95--01006--010
*****170.00 *****170.00

Attention: Jo Mynard

Privileged & Confidential

In re: Registration of DANUBIO FARMS, Inc.

Dear Sir:

Enclosed please you will find duly executed articles for the above corporation, together with a check to cover the costs of registering same.

Thank you very much.

Very truly yours,



MORTON H. SILVER

MHS:gn
encl.
cc. Hernando Gutierrez
Cpt/AR-XXVIIIB/Secretary

PAY
3-15

FILED
95 JUN 14 PM 1:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES of INCORPORATION
of
DANUBIO FARMS, Inc.

FILED
95 MAR 14 PM 1:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporators under these Articles of Incorporation, in order to form a corporation under the laws of Florida, hereby certify:

ARTICLE 1- The name of the corporation is:

DANUBIO FARMS, Inc.

ARTICLE 2- This corporation is to exist perpetually.

ARTICLE 3- The general purposes for which this corporation is organized is:

(a) To breed, raise, train, show, race, stable, import, export, own, lease, hire, auction and otherwise deal in horses, livestock and animal husbandry of all kinds, and to carry on a general horse, livestock and animal husbandry business, purchasing or acquiring and selling or otherwise disposing of the stocks, products, by-products, supplies, equipment, accessories and appurtenances, of said business; and also in connection therewith to establish, buy, lease, or otherwise acquire, own, maintain, operate and dispose of real property, stables, farms, barns, breeding and training facilities, show places, race tracks, storage houses, stockyards and all other buildings, facilities and structures necessary or expedient for such purposes; both at wholesale or retail, as principal or agent, and any other business in connection therewith.

(b) To do anything which a corporation may lawfully do under the laws of the State of Florida.

ARTICLE 4- The aggregate number of shares of stock which the corporation shall have authority to issue is 50 shares of no par value, capital stock.

ARTICLE 5- The principal office, and the mailing address, and the street address of the initial registered office of the corporation is:

7001 N.W. 25th Street, Miami, Florida 33122

and the name of its initial registered agent at such address is

Hernando Gutierrez.

ARTICLE 6- This corporation shall have not less than one director on the Board of Directors initially. The By-Laws may increase or diminish the number of directors, but shall never be less than one. The names and addresses of the members of the first Board of Directors are:

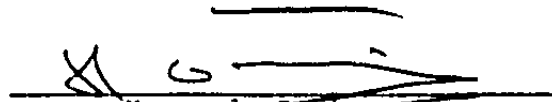
Name: Hernando Gutierrez

Address: 7001 N.W. 25th Street, Miami, Florida 33122

ARTICLE 7- The name and address of each incorporator of the corporation is:

Name: Hernando Gutierrez

Address: 7001 N.W. 25th Street, Miami, Florida 33122


Hernando Gutierrez
Incorporator

STATE OF FLORIDA:

:
COUNTY OF DADE :

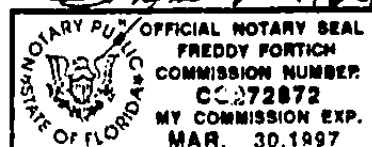
Acknowledgment

PERSONALLY APPEARED before me, the undersigned authority, Hernando Gutierrez, to me well known as the person described as Incorporator in the above Articles of Incorporation, and acknowledged it to be her deed.

WITNESS my hand and seal this ____ day of January, 1995 at City of Miami, County of Dade, State of Florida.

Notary Public- State of Florida

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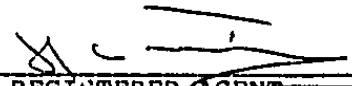


My Commission Expires:

REGISTERED AGENT ACCEPTANCE

Having been named to accept service of process for the above named corporation and to act as its Registered Agent at the place designated in the foregoing Certificate, 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 performance of said duties.

Dated: January _____ 1995



REGISTERED AGENT
Hernando Gutierrez
7001 N.W. 25th Street
Miami, Florida 33122



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