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Reply to: Central Florida Office 9500 Nations Road Webster, Florida 33597 (904) 583-5885

Tennessee Office: 5120 Paddock Village Brentwood, Tn 37027

December 28, 1995

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

01/02/36--01062 ****122.50

RE: Affiliated Thoroughbred Farms, Inc.

Dear Sir:

I am enclosing an original and one copy of the Artilces of Incorporation of Affiliated Thoroughbred Farms, Inc. I am also enclosing a check in the amount of \$122.50 for the filing fee of said Articles and a self addressed postage paid envelope for returning a copy of the filed Articles. Please direct all correspondence to our Webster Florida office, and if you have any questions, please do not hesitate to contact me at (904) 583-5885. Thank you for your prompt attention to this matter.

Very truly yours,

Diana Militana

RM/dkm

Enclosures

Secretary/Assistant

ARTICLES OF INCORPORATION

FILED 96 JAN -2 AM 9 21 SECRETARY OF STATE ALLAMASSEE, FLORIDA

of

AFFILIATED THOROUGHBRED FARMS, INC.

The undersigned Subscribers to the Articles of Incorporation, natural persons, competent to contract, desiring to form a corporation under the laws of the State of Florida, hereby make, subscribe and acknowledge this certificate for that purpose, as follows:

ARTICLE I.

The name of the corporation is:

AFFILIATED THOROUGHBRED FARMS, INC.

ARTICLE II.

The purpose for which the corporation is formed is to engage in the conduct of any lawful business activity.

ARTICLE III.

This corporation is to have perpetual existence.

AFFILIATED THOROUGHBRED FARMS, INC. - 1 -

ARTICLE IV.

The maximum number of shares of stock that this Corporation is authorized to have outstanding at one time are TEN (10) at no par value.

ARTICLE V.

The street address of the initial principal office of this corporation is:

9500 Nations Road Webster, Florida 33597

ARTICLE VI.

The name of the initial Registered Agent of this corporation is:

Richard Militana

ARTICLE VII.

The corporation shall have two directors initially. The number of directors may be increased from time to time by the By-Laws but shall never be less than one.

ARTICLE VIII.

The names and addresss of the initial directors who are signing these Articles of Incorporation are:

Diana Militana 9500 Nations Road Webster, Florida 33597

AFFILIATED THOROUGHBRED FARMS, INC. - 2 -

Ernesto Mendez 15476 N.W. 77 Ct. #503 Miami Lakes, florida 33016

ARTICLE IX.

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation or any Amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation on this 19th day of December, 1995.

| County of Helisboro | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1995 | 1

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CERTIFICATE DESIGNATION PLACE OF BUSINESS OR DOMICILE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENTS.

WHOM THE PROCESS MAY BE SERVED

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance, with this Act:

FIRST: AFFILIATED THOROUGHBRED FARMS, INC., desiring to organize under the laws of the State of Florida with it's principal office as indicated in the Articles of Incorporation:

9500 Nations Road. Webster, Florida 33597

SECOND: The name and address of the initial Registered Agent, and it's agent to accept service of process within the state for this Corporation is:

RICHARD MILITANA, ESQUIRE 9500 NATIONS ROAD WEBSTER, FLORIDA 33597

ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated Corporation, at place designated in this certificate, I hereby accept to act in this capacity and agree to comply with the provisions of this Act relative to keeping this office.

Richard Militana

This Instrument Prepared By: RICHARD MILITANA, ESQUIRE 9500 NATIONS ROAD WEBSTER, FLORIDA 33597