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March 28, 1996

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

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-04/01/96--01000--010
*****70.00 *****70.00

RE: Florida Thoroughbreds, Inc.

Dear Sir:

We have enclosed the original Articles of Incorporation along with one copy. We have also enclosed a check for \$70.00 for the filing fee and designation of registered agent.

Thank you for your cooperation in this matter. If you have any questions, please do not hesitate to call our office.

Sincerely,

BLANCHARD, MERRIAM,
ADEL & KIRKLAND, P.A.


DOCK A. BLANCHARD

DAB/mp
Enclosures

FILED
96 APR - 1 PM 12:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AL APR - 8 1996

ARTICLES OF INCORPORATION
of
FLORIDA THOROUGHBREDS, INC.

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I
NAME

The name of the corporation is FLORIDA THOROUGHBREDS, INC.

ARTICLE II
DURATION

The period of duration of the corporation is perpetual.

ARTICLE III
PURPOSE

The purpose is to engage in any activities or business permitted under the laws of the United States and Florida.

ARTICLE IV
PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office, if known, and the mailing address of the corporation is 1750 N.W. 165th Street, Citra, Florida 32113.

ARTICLE V
CAPITAL STOCK

The corporation is authorized to issue 1,000 shares, all of one class, at ONE and 00/100 (\$1.00) DOLLAR par value.

ARTICLE VI
INITIAL REGISTERED AGENT AND OFFICE

The name and address of the initial registered office and agent of this corporation is:

- (A) Registered Agent: Dock A. Blanchard, Esquire
- (B) Registered Office: 4 Southeast Broadway
Ocala, Florida 34471

ARTICLE VII
INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) directors initially. The number of directors may be either increased or decreased from time to time by an amendment of the Bylaws of the corporation in the manner provided by law, but shall never be less than one (1). The name and address of the initial directors of this corporation are:

Giancarlo Malnati
1750 N.W. 165th St.
Citra, FL 32113

Iole Malnati
1750 N.W. 165th Street
Citra, FL 32113

ARTICLE VIII
INCORPORATOR

The name and address of the incorporator signing these Articles of Incorporation is:

Dock A. Blanchard, Esquire
4 Southeast Broadway
Ocala, Florida 34471

ARTICLE IX
AMENDMENT OF ARTICLES

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

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles this 27th day of March, 1996.



Dock A. Blanchard, Esquire

STATE OF FLORIDA)
COUNTY OF MARION)

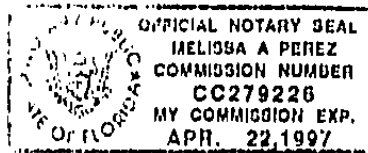
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SECRETARY OF STATE
STATE OF FLORIDA
TALLAHASSEE

BEFORE ME, a notary public duly authorized to take acknowledgements in the state and county set forth above, personally appeared Dock A. Blanchard, Esquire, known to me and known by me to be the person who executed the foregoing Articles and acknowledged to me that he executed the same freely and voluntarily.

WITNESS my hand and official seal this 29th day of March, 1996.



Melissa A Perez
Notary Public
Melissa A Perez
(Print Name of Notary)

Personally Known ✓ or Produced I.D. _____
Type of Identification Produced _____

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as the registered agent for the above corporation for the purpose of accepting service of process at the registered office designated in the Articles of Incorporation, I accept such appointment and am familiar with and accept the obligations provided for in §607.325, Florida Statutes.

DATED this 29th day of March, 1996.

Dock A. Blanchard
Dock A. Blanchard, Esquire
Registered Agent