

P960000091700

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870

Mailing Address: Post Office Box 10349, Tallahassee, FL 32302

TOLL FREE No. 1-800-342-8062

FAX (904) 222-1222

NAME _____

FIRM _____

ADDRESS _____

PHONE () _____

Service: Top Priority _____ Regular _____
One Day Service Two Day Service

To us via _____ Return via _____

Matter No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

NOV 7 1996

TX!
W96-23693

AL NOV - 7 1996

Cell

REQUEST TAKEN CONFIRMED APPROVED

DATE _____

TIME _____

BY [Signature] CK No. _____

WALK-IN
Will Pick Up 11/7 12:00

RE:

Bamshead Downs,
Inc.

C.C. FEE.

DISBURSED

| | | |
|--|-----------------------|-------|
| <input checked="" type="checkbox"/> Capital Express™ | _____ | _____ |
| <input checked="" type="checkbox"/> Art. of Inc. File | _____ | _____ |
| <input type="checkbox"/> Corp. Record Search | _____ | _____ |
| <input type="checkbox"/> Ltd. Partnership File | _____ | _____ |
| <input type="checkbox"/> Foreign Corp. File | _____ | _____ |
| <input checked="" type="checkbox"/> () Cert. Copy(s) | _____ | _____ |
| <input type="checkbox"/> Art. of Amend. File | _____ | _____ |
| <input checked="" type="checkbox"/> Dissolution/Withdrawal | _____ | _____ |
| <input checked="" type="checkbox"/> C U S. | G/S | _____ |
| <input type="checkbox"/> Fictitious Name File | _____ | _____ |
| <input type="checkbox"/> Name Reservation | 50000 1998535--2 | _____ |
| <input type="checkbox"/> Annual Report/Reinstatement | -11/07/96--01010--010 | _____ |
| <input type="checkbox"/> Reg. Agent Service | ****131.25 ****131.25 | _____ |
| <input type="checkbox"/> Document Filing | _____ | _____ |
| <input type="checkbox"/> Corporate Kit | _____ | _____ |
| <input type="checkbox"/> Vehicle Search | _____ | _____ |
| <input type="checkbox"/> Driving Record | _____ | _____ |
| <input type="checkbox"/> Document Retrieval | _____ | _____ |
| <input type="checkbox"/> UCC 1 or 3 File | _____ | _____ |
| <input type="checkbox"/> UCC 11 Search | _____ | _____ |
| <input type="checkbox"/> UCC 11 Retrieval | _____ | _____ |
| <input type="checkbox"/> File No.'s. _____ Copies | _____ | _____ |
| <input type="checkbox"/> Courier Service | _____ | _____ |
| <input type="checkbox"/> Shipping/Handling | _____ | _____ |
| <input type="checkbox"/> Phone () _____ | _____ | _____ |
| <input type="checkbox"/> Top Priority | _____ | _____ |
| <input type="checkbox"/> Express Mail Prep. | _____ | _____ |
| <input type="checkbox"/> FAX () _____ pgs. | _____ | _____ |

SUBTOTALS

| | | |
|--------------------------------|----|-------|
| FEE..... | \$ | _____ |
| DISBURSED..... | \$ | _____ |
| SURCHARGE..... | \$ | _____ |
| TAX on corporate supplies..... | \$ | _____ |
| SUBTOTAL..... | \$ | _____ |
| PREPAID..... | \$ | _____ |
| BALANCE DUE..... | \$ | _____ |

Please remit invoice number with payment
TERMS: NET 10 DAYS FROM INVOICE DATE
1 1/2% per month on Past Due Amounts
Past 30 Days, 18% per Annum.

THANK YOU
from
Your Capital Connection



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

November 7, 1996

CAPITAL CONNECTION, INC.
417 E. VIRGINIA STREET
SUITE 1
TALLAHASSEE, FL 32301

SUBJECT: RAMSHEAD DOWNS, INC.
Ref. Number: W96000023693

We have received your document for RAMSHEAD DOWNS, INC. and check(s) totaling \$131.25. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The registered agent must sign accepting the designation.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6926.

Teresa Brown
Corporate Specialist

Letter Number: 996A00051126

Corrected

*Received
November 7, 1996
Secretary of State
Teresa Brown*

ARTICLES OF INCORPORATION
OF
RAMSHEAD DOWNS, INC.

FILED

96 NOV -7 PM 3:51

TAKE
RECEIVED

I, the undersigned, for the purpose of becoming a Corporation under the Laws of the State of Florida, by and under the provisions of the Statutes of the said State of Florida, do declare as follows:

ARTICLE I

The name of this Corporation shall be: Ramshead Downs, Inc.

ARTICLE II

The Corporation may engage in any activities or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III

The maximum number of shares of capital stock that this Corporation is authorized to have outstanding at any one time is Fifteen Hundred (1500) shares of common stock having no par value.

ARTICLE IV

The amount of capital with which this corporation will begin business shall be the sum of not less than Five Hundred Dollars (\$500.00).

ARTICLE V

This Corporation shall exist perpetually unless sooner dissolved according to law.

ARTICLE VI

The initial street address of the principal office of the Corporation shall be:

402 St. Andrews Road
Hollywood, Florida 33021

ARTICLE VII

The number of Directors of this Corporation shall be three (3) and each Director must be a Shareholder. Provided however, that in the event of the death of a Director, the number of Directors of this Corporation shall be reduced accordingly.

ARTICLE VIII

The names and street addresses of the first Board of Directors of this Corporation are as follows:

William A. Pascoe
402 St. Andrews Road
Hollywood, FL 33021

Ajohn Riccio
4917 Remington Drive
Sarasota, FL 34234

J. Charles Thompson
2735 N.W. 42nd Avenue
Coconut Creek, FL 33066

ARTICLE IX


The name and street address of the person signing these Articles of Incorporation as subscriber is as follows:

William A. Pascoe
402 St. Andrews Road
Hollywood, FL 33021

ARTICLE X

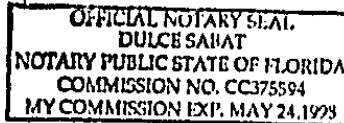
The corporate existence of this corporation shall begin on the day the Articles of Incorporation are filed of record.

IN WITNESS WHEREOF, the undersigned William A. Pascoe, being a natural person, competent to contract, has hereunto set his hand and seal this 6th day of November, 1996.



William A. Pascoe (LS)
who provided the ID.

STATE OF FLORIDA :
 : ss
COUNTRY OF BROWARD :



Before me, the undersigned Notary Public of the State of Florida, personally appeared William A. Pascoe, to me well known and known to me to be the individual described in and who executed the foregoing Articles of Incorporation and he did acknowledge before me that he executed the same freely and voluntarily for the purpose therein expressed.

Witness my hand and official seal this 6th day of
November, 1996.

Dulce LABAT
NOTARY PUBLIC

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

FILED

96 NOV -7 PM 3:53

CLERK
FLORIDA

RAMSHEAD DOWNS, INC.

In pursuance of Chapter 48,091, Florida Statutes, the following is submitted, in compliance with said Act:

First: That Ramshead Downs, Inc. desiring to organize under the laws of the State of Florida, with its principal offices as indicated in the Articles of Incorporation, in the City of Hollywood, County of Broward, State of Florida, has named Capital Connection, Inc. located at 417 East Virginia Street, Suite 1, Tallahassee, Florida 32301, as its agent to accept services of process within this state.

ACKNOWLEDGMENT

Having been named to accept services of process for the above stated corporation, at the 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 offices.

Capital Connection, Inc.

By Jennifer Sterling
Registered Agent
Client Representative

November 6, 1996