

P96000091700

To: Amendment Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

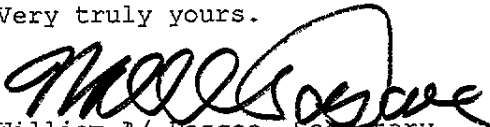
From: Ramshead Downs, Inc.
2420 Deer creek country Club Blvd, #305
Deerfield Beach, FL 33442

Re: Filing Certificate of Amendment To Articles of Incorporation,
P96000091700.

Dear Madam: Enclosed herewith is a check to the Department Of State for \$35.00
together with an amendment to Articles of Incorporation for filing.

Kindly note that an additional copy of the amendment is enclosed.
Please stamp the same with the file date and return.

Very truly yours.


William A/ Pascoe, Secretary
954-428-7107

800004316278-25
-05/25/01--01013--002
*****35.00 *****35.00

Amend
6-15-01
PAS

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

01 MAY 25 AM 9:11

FILED

To Doug Spitler, Document Specialist
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

From: Ramshead Downs, Inc.
2420 Deer creek country Club Blvd, #305
Deerfield Beach, FL 33442

Re: Filing Certificate of Amendment To Articles of Incorporation,
P96000091700. Lasr Letter 301A00033878.

Dear Doug Spitler:

Thank you for your letter of June 4, referenced above.

Kindly note that my check to the Department of State for \$1358.75 together with an executed Reinstatement Application has been in the corporation Section since May 21. I am returning the Certificate of Amendment and thank you for your offer to hold the same till the reinstatement is completed and then file.

Please also note that a Ramshead Downs, Inc. check for \$35.00 was deposited by the Department of State, copy enclosed, so that the costs have been accepted.

Very truly yours,



William A. Pascoe, Secretary
954-428-7101



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

June 4, 2001

RAMSHEAD DOWNS, INC.
2420 DEER CREEK COUNTRY CLUB BLVD., #305
DEERFIELD BEACH, FL 33442

SUBJECT: RAMSHEAD DOWNS, INC.
Ref. Number: P96000091700

We have received your document for RAMSHEAD DOWNS, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The above listed corporation was administratively dissolved or its certificate of authority was revoked for failure to file its 1997 corporate annual report/uniform business report form. To reinstate, the corporation must submit a completed reinstatement application/annual report/uniform business report and the appropriate fees.

The fees to reinstate the corporation are as follows: \$600.00 reinstatement fee, \$61.25 filing fee per year for the years 1997 through the current year, \$88.75 corporate supplemental fee for 1992 and every year thereafter.

Therefore, the total amount due to reinstate the corporation is \$1350.00. Add an additional \$8.75 for each certificate of status requested.

The total amount due includes the 2001 Annual Report/Uniform Business Report and Supplemental Fee.

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 (850) 487-6957.

Doug Spitler
Document Specialist

Letter Number: 301A00033878

CERTIFICATE OF AMENDMENT TO ARTICLES OF INCORPORATION
OF
RAMSHEAD DOWNS, INC.

The undersigned Vice President of Ramshead Downs, Inc., a Corporation of the State of Florida, the Articles of Incorporation for which were filed with the Secretary of State on November 7, 1996 and assigned Document Number P96000091700, hereby certifies as follows;

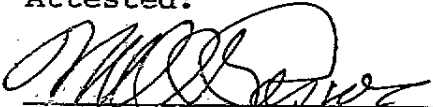
1. That at a Special Combined Meeting of the Directors and Shareholders held on February 28, 1997 and again by Consent To Action Taken In Lieu Of Special Joint Of Shareholder and Directors on February 9, 1998 it was unanimously resolved that an amendment to Article VII of the Articles Of Incorporation be as follows:

ARTICLE VII

The number of Directors of this Corporation shall be four (4) 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.


In Witness Whereof, Ramshead Downs, Inc. has caused these presents to be executed by its Vice President and its corporate seal to be affixed this 9th day of November, 2000.

Attested:



William A. Pascoe,
Secretary

Ramshead Downs, Inc.



J. Charles Thompson
Vice President

rams1091

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FILED
01 MAY 25 AM 9:11
CLERK OF STATE
TALLAHASSEE, FLORIDA

State of Florida :

County of Broward :

Be it remembered, That on this 9 day of November, 2000, before me the undersigned, a Notary Public of the State of Florida ... authority authorirty, personally appeared J. Charles Thompson, Vice President of Ramshead Downs. Inc. who I am satisfied is the person who signed the within instrument, and he acknowledged he signed, sealed with the corporate seal and delivered the same as such officer aforesaid, and that the within instrument is the voluntary act and deed of such corporation, made by virtue of a Resolution of its Board of Directors.

Notary Public of Florida

