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Charter Number Only

129-97

James E Tice  
Requestor's Name  
16220 SW 280 St.  
Address  
Homestead, FL 33031  
City State ZIP Phone  
#247-3700

VALIDATION ONLY

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\*\*\*\*\*76.00 \*\*\*\*\*76.00

CORPORATION(S) NAME

Black Hawk Racing, Inc.

FILED  
97 JAN 30 PM 12:15  
RECEIVED  
97 JAN 30 9:37  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA DIVISION OF CORPORATION

Empire Toll Free: 1-800-432-3028

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|--|---|---|
| <input checked="" type="checkbox"/> Profit   | <input type="checkbox"/> Amendment          | <input type="checkbox"/> Merger                     |
| <input type="checkbox"/> NonProfit           | <input type="checkbox"/> Dissolution        | <input type="checkbox"/> Mark                       |
| <input type="checkbox"/> Foreign             | <input type="checkbox"/> Annual Report      | <input type="checkbox"/> Other                      |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Reservation        | <input type="checkbox"/> Change of Registered Agent |
| <input type="checkbox"/> Reinstatement       | <input type="checkbox"/> Photo Copies       | <input type="checkbox"/> Certificate Under Seal     |
| <input type="checkbox"/> Certified Copy      | <input type="checkbox"/> Call When Ready    | <input type="checkbox"/> After 4:30                 |
| <input checked="" type="checkbox"/> Walk In  | <input type="checkbox"/> Call If Problem    | <input type="checkbox"/> Mail Out                   |
| <input type="checkbox"/> Will Wait           | <input checked="" type="checkbox"/> Pick Up |   |

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EFFECTIVE DATE

1-28-97

ARTICLES OF INCORPORATION  
OF

BLACK HAWK RACING, INC.

The undersigned hereby adopts the following Articles of  
Incorporation for the purpose of forming a Corporation under  
the laws of the State of Florida:

ARTICLE I - NAME

The name of the Corporation is

BLACK HAWK RACING, INC.

ARTICLE II - DURATION

The Corporation is to commence its corporate existence  
on the date of subscription and acknowledgement of these  
Articles of Incorporation and shall perpetually exist thereafter  
until dissolved sooner according to law.

ARTICLE III - PURPOSE

The Corporation is organized for the purpose of transacting  
any and all lawful business.

ARTICLE IV - STATED CAPITAL

The Corporation is authorized to issue 1000 shares of  
No par value common stock.

Each outstanding share, regardless of class, shall be entitled  
to one (1) vote on each matter submitted to a vote at a meeting of  
the shareholders.

The shares of stock may be issued for such consideration having  
a value not less than the par value of the shares issued therefor, as is  
determined from time to time by the Board of Directors, to be paid  
in whole or in part, in cash or other property, tangible or intangible

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or in labor or in services actually performed for the corporation. .  
Shares may not be issued until the full amount of the consideration therefor  
has been paid. Thereafter, such shares shall be deemed to be fully  
paid and nonassessable.

#### ARTICLE V \_ BOARD OF DIRECTORS

All corporate powers shall be exercised by and under the  
authority of, and the business and affairs of the corporation  
shall be managed under the direction of the Board of Directors.

Any and all powers and duties conferred to or imposed  
upon the Board of Directors, by resolution of the shareholders  
adopted at a special meeting called for that purpose, may be  
exercised or performed to such extent and by such person or  
persons as shall be provided by the shareholders.

The Corporation shall have two (2) directors initially.  
The number of Directors may thereafter be increased or  
decreased from time to time in accordance with the By - Laws of  
the Corporation.

The names and street addresses of the initial Directors  
who shall hold office until their successors, who shall be  
chosen at the first meeting of the stockholders, have qualified  
shall be:

<u>NAME</u>	<u>ADDRESS</u>
Charles W. Brooks	30015 SW 143rd Ct. Leisure City, Fla. 33033
James E. Tice	16220 SW 280th St. Homestead, Fla. 33031

#### ARTICLE VI - INDEMNIFICATION

The corporation shall indemnify any present or former officer of director, or person exercising powers and duties of a director, to the full extent now or hereafter permitted by law.

#### ARTICLE VII - BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and the shareholders, but the Board of Directors may not alter, amend or repeal any By-Law adopted by the shareholders if the shareholders provide that such By-Law shall not be altered, amended, or repealed by the Board of Directors.

#### ARTICLE VIII - AMENDMENT

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

#### ARTICLE IX - INCORPORATOR

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

NAME

ADDRESS

CHARLES W. BROOKS

30015 SW 143RD CT., LEISURE CITY, FL

#### ARTICLE X - INITIAL REGISTERED OFFICE AND AGENT

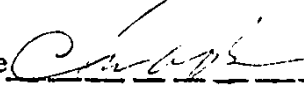
The street address of the initial registered office of the Corporation is 30015 SW 143rd CtLeisure City, Florida and the name of the initial registered agent of the Corporation at that address is Charles W. Brooks

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE  
SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM  
PROCESS MAY BE SERVED

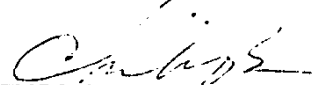
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TALLAHASSEE, FLORIDA

In compliance with Section 607.034, Florida Statutes, the  
following is submitted:

First that Black Hawk Racing, Inc. . . . . desiring to  
organize or qualify under the laws of the State of Florida,  
with its principal place of business at 30015 SW 143rd Ct. Leisure City  
State of Florida, has named Charles W. Brooks Located  
30015 SW 143rd Ct. Leisure City, State of Florida, as its  
agent to accept service of process within the state of Florida.

Signature   
Title Charles W. Brooks  
Incorporator  
DATE January 28, 1997

Having been named to accept service of process for the  
above stated corporation, at the place designated in this certificate,  
I hereby agree to act in this capacity, and I further agree to comply  
with the provisions of all statutes relative to the proper and complete  
performance of my duties.

Signature   
Charles W. Brooks  
Resident Agent  
Date January 28, 1997

IN WITNESS WHEREOF, the undersigned, as incorporator, does  
hereby execute these Articles of Incorporation this 28th Day of  
January 1997

Signature   
Charles W. Brooks  
Incorporator