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ARTICLES OF INCORPORATION

OF

UPRISING RACING STABLES, INC.

The undersigned subscribers to these Articles of Incorporation, natural persons, competent to contract, subscribes to and forms a corporation for profit under the laws of the State of Florida.

ARTICLE I - NAME

The name of the corporation is: UPRISING RACING STABLES, INC.

ARTICLE II - NATURE OF BUSINESS

The corporation may engage in any activity of business permitted under the laws of the United States and of this State. These activities may include, but are not limited to the operation of the following business:

- a) to engage in the business of Horse Racing, Training, and Breeding for any person, association or corporation, without restriction in this State and any other state of the United States.
- to conduct any and all types of business and operations, to have one or more offices/stores open in this State and any other state of the United States.
- c) to borrow money and contract debt when necessary in the purchase of, or acquisition of real, personal, and intangible property, business right or franchise; or for additional working capital, or for any other object in or about its business or affairs, and without limits to amounts; and to secure the payment of money in any lawful manner.
- d) to exercise all of the powers which are now, or may hereafter be conferred upon corporations generally by the laws of the United States and of this State.

ARTICLE III - CAPITAL STOCK

The maximum number of shares of the common stock that this corporation is authorized to have outstanding at any time is: ONE HUNDRED (100) SHARES each share having the par value of FIVE DOLLARS (\$5.00).

page 1 of 3

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SECRETARY OF STATE TO TALLAHASSEE, FLORING

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ARTICLE IV - INITIAL CAPITAL

The amount of the initial capital with which this corporation shall begin business is: FIVE HUNDRED DOLLARS (\$500.00).

ARTICLE V - TERM OF EXISTENCE

This corporation shall have perpetual existence, unless sooner dissolved by law.

ARTICLE VI - INITIAL REGISTERED/PRINCIPAL OFFICE AND AGENT

The street address of the initial principal and registered office of this corporation is: $10561~NW~6^{TH}~STREET$, PEMBROKE PINES, FLORIDA 33026, and the name of the initial registered agent of this corporation at that address is PETER C. CHIN.

ARTICLE VII - DIRECTORS

The corporation shall have THREE (3) DIRECTORS initially whose names and street address are as follows:

NAME	ADDRESS
PETER C. CHIN PRESIDENT	10561 NW 6 TH STREET PEMBROKE PINES, FL. 33026
MARKLAND PASSLEY SECRETARY	8401 NW 4 TH STREET PEMBROKE PINES, FL. 3302 4
CARL PASSLEY TREASURER	17110 NW 9 TH PLACE MIAMI, FL. 33169

ARTICLE VIII - SUBSCRIBERS

The name and street address of the subscribers to these Articles of Incorporation and the number of shares of the \$5.00 par value common stock of this corporation which they agree to take is as follows:

NAME	%	ADDRESS
PETER C. CHIN PRESIDENT	33.34	10561 NW 6 TH STREET PEMBROKE PINES, FL. 33026
MARKLAND PASSLEY SECRETARY	33.33	8401 NW 4 TH STREET PEMBROKE PINES, FL. 3302 4
CARL PASSLEY TREASURER	33.33	17110 NW 9 TH PLACE MIAMI, FL. 33169

ARTICLE IX - OFFICERS

	e names and street addres	ss of the officers of this corporation are as
follows: NAME		ADDRESS .
IVAIVIE	•	ADDICESS
PETER C	C. CHIN	$10561 \text{ NW } 6^{\text{TH}} \text{ STREET}$
PRESIDE	ENT	PEMBROKE PINES, FL. 33026
	n nigginy	8401 NW 4 TH STREET
MARKLAN! SECRETA	D PASSLEY	PEMBROKE PINES, FL. 33024
SECKE 12	AKI	FEMBRORE FINES, FL. 53024
CARL PA	ASSLEY	17110 NW 9 TH PLACE
TREASU	RER	MIAMI, FL. 33169
***		***************************************
		I HAVE hereunto set my hand and seal, ing Articles of Incorporation under the
	e State of Florida this	
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		/)/ <i>/ / M</i> .
		te fen (km (SEAL)
		PETÉR C. CHIN, PRESIDENT
		$\mathcal{U}(\Omega)$
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		MARKLAND PASSLEY, SECRETARY
	1	MARKLAND PASSLEY, SECRETARY
		(SEAL)
		CARL PASSLEY, TREASURER
STATE OF I	FLORIDA)) SS	
COUNTY O	F BROWARD)	
BE	FORE ME, personally ap	ppeared PETER C. CHIN, MARKLAND
D A CCT 173	Z AND CADI DACCIE	Y, known to me to be the individuals
PASSLE 1	I, AND CARL PASSLE	1, known to me to be the individuals
described	in and who executed the	foregoing Articles of Incorporation and
acknowle	dged before me that they	executed the same for the purposes therein
expressed		
WI	TNESS MY HAND AN	D SEAL in the County and State named
	s	
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HOTARY PURIL	HEWIE C CHIN My Commission CC400747	the Via Cl
★ * * * * * * * * * *	Expires Aug. 14, 1998	NOTADY DIDD IC
OF FLORIDA	Bonded by ANB 800-852-5878	State of Florida At Large
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CERTIFICATE OF RESIDENT AGENT

IN PURSUANCE OF CHAPTER 48.91 FLORIDA STATUTES, the following is submitted in compliance with said Act.

FIRST: THAT UPRISING RACING STABLES, INC.

desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation at: City of Pembroke Pines, County of Broward, State of Florida, has named PETER C. CHIN, located at 10561 NW 6TH STREET, PEMBROKE PINES, FLORIDA 33026, COUNTY OF BROWARD, STATE OF FLORIDA, as its resident agent to accept service of process within this State.

ACKNOWLEDGEMENT:

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 provision of said Act relative in keeping open said office.

BY

PETER C. CHIN

RESIDENT AGENT

BROWARD COUNTY, FLORIDA 1998 PILED 98 JUNIT PH 1:33 SECRETARY OF STATE