

P980000 61619

bernard m. weinstein c.p.a., chartered • 235 south maitland avenue • suite 110
maitland, florida 32751 • (407) 628-4859

June 29, 1998

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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*****70.00 *****70.00

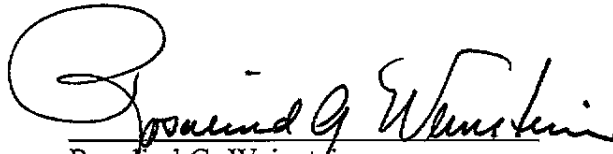
Gentlemen:

Enclosed please find the following:

oak Manor Farms, Inc.

- One copy of the executed Articles of Incorporation for ~~BridleWood Farms, Ltd.~~
- A check in the amount of \$70.00 to file said corporation.

Sincerely,
BERNARD M. WEINSTEIN, C.P.A.


Rosalind G. Weinstein

APPROVED
AND
FILED
90 JUL 13 PM 1:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

W98-15407

bernard m. weinstein c.p.a., chartered • 235 south maitland avenue • suite 110
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JULY 10, 1998

FLORIDA DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
P.O. BOX 6327
TALLAHASSEE, FLORIDA 32314
REF #W9800015407
ATT: BARBARA BROCK

DEAR MS. BROCK,

WE HAVE RECEIVED YOUR LETTER DATED JULY 7, 1998.

WE HAVE SINCE DISCOVERED THAT THERE IS A RACING STABLE WITH THE
NAME OF BRIDLEWOOD FARM IN THE OCALA AREA.

WE HAVE REDONE THE ARTICLES WITH A NEW NAME AND SIGNED ALL OF
THE NEW SET.

THANK YOU FOR YOUR CONSIDERATION IN REPROCESSING THESE
ARTICLES.

SINCERELY,



MICHELE WEINSTEIN, V.P.



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

July 7, 1998

ROSALIND G. WEINSTEIN
235 SOUTH MAITLAND AVENUE, SUITE 110
MAITLAND, FL 32751

SUBJECT: BRIDLEWOOD FARM, LTD.
Ref. Number: W98000015407

We have received your document for BRIDLEWOOD FARM, LTD. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The use of LIMITED or LTD. is not acceptable as a corporate suffix. The name must include a word such as INCORPORATED, INC., CORPORATION, CORP., COMPANY, or CO.

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with an address and telephone number where you can be reached during working hours.

ARTICLES OF INCORPORATION
OF

Oak Manor Farm, Inc.

The undersigned forms a corporation under the laws of the
State of Florida

ARTICLE I

The name of this corporation shall be: Oak Manor Farm, Inc.

ARTICLE II

The general nature of the business shall be the sale of agriculture
products and management/consulting.

This corporation may engage in any activity or business permitted
under the laws of the United States and of the State of Florida.

ARTICLE III

The initial registered agent and the street address of the initial
registered office are:

Robert Allison

235 South Maitland Avenue

Maitland, Florida 32751

90 JUL 13 PM 1:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED

ARTICLE IV

The capital stock of this corporation shall consist of 1000 shares of common stock with a par value of \$1.00.

ARTICLE V

The business of the corporation shall be conducted by a Board of Directors consisting of not less than one (1) director. The name and address of the directors are:

Robert Allison
235 S. Maitland Ave. #110
Maitland, Florida 32751

Michele Weinstein
2458 Markingham Rd.
Maitland, Florida 32751

Name and address of the incorporators are:

Robert Allison
235 S. Maitland Ave. #110
Maitland, Florida 32751

Michele Weinstein
2458 Markingham Road
Maitland, Florida 32751

ARTICLE VII

The shareholders of this corporation shall have a pre-emptive right to acquire unissued or treasury shares of the corporation convertible into or carrying a right to subscribe to or acquire shares as issued by the corporation.

IN WITNESS WHEREOF, I have hereunto set hand and seal this 29th day of June, 1998.

Robert Allison

STATE OF FLORIDA

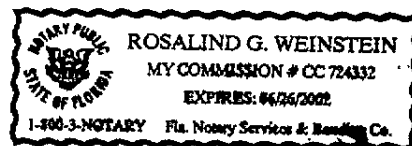
COUNTY OF ORANGE

Before me, the undersigned officer, personally appeared Robert Allison, to be well known by me to be the person described in and who executed the foregoing Articles of Incorporation, and who acknowledged before me that he executed the same freely and voluntarily for the uses and purposes therein expressed.

WITNESS my hand and official seal in the State and County last aforesaid this 29th day of June, 1998.

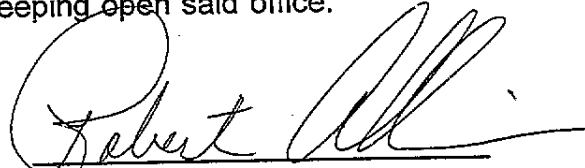
Rosalind G. Weinstein
Notary Public

My commission expires:



ACKNOWLEDGMENT BY REGISTERED AGENT

Having been named to accept service of process for the above corporation, at the place designated in the Articles of Incorporation, I hereby accept to act in this capacity and agree to comply with the provisions of the statutes relative to keeping open said office.


Registered Agent

APPROVED
AND
FILED

98 JUL 13 PM 1:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA