II , SIR TAX Accounting , Consulting, IRSR epresentation, & Strategic Tax Planning. 1930 Tyler Street, v Hollywood, Fl. 33020 v Telephone (954) 925-8080 v 922-1903 v Facsimile (954) 926-6770

R. Kevin Cross, E.A., • - Enrolled Agent, Accountant, Financial Counselor. Of Counsel:

T- R. Kevin Cross, E.A. -

is enrolled to represent taxpayers

Steven R. Danielson, MA. Masters Degree in Mathematics,

Staff Accountant, Consultant.

Division of Corporations Attn.: New Filings Section P.O. Box 6327 Tallahassee, Florida 32314

Department of State

SUBJECT: . SAM DAVID RACING STABLE, INC.

Dear Sirs:

Please incorporate the above referenced corporation effective? JULY 8, 1999 and mail filed articles to:

> Serge & Elsie LaBonte 4601 S. Clyde Morris Boulevard Port Orange, Florida 33119-1220

Enclosed is an original and one copy of the articles of incorporation and a check for \$78.75 (to include the filing fee and a certified copy of the articles).

Thank you for your continued assistance in these matters.

Sincerely,

R. Kevin Cross, E.A.

Accountant & Tax Consultant.

RKC/5th ave. swim & fashion, inc LETCORP.DOC

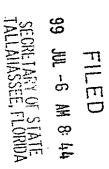
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ARTICLES OF INCORPORATION

OF

SAM DAVID RACING STABLE, INC.



The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I - NAME

The name of the corporation shall be: SAM DAVID RACING STABLE, INC.

The principal place of business of this corporation shall be:
1321 Van Buren Street
Hollywood, FL 33019

ARTICLE II - NATURE OF BUSINESS

This corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

ARTICLE III - CAPITAL STOCK

The aggregate number of shares of stock and its par value that this corporation is authorized to have outstanding at any one time is: One hundred shares common stock at NO par value.

ARTICLE IV - TERM OF EXISTENCE

This corporation is to exist perpetually, effective July 8, 1999.

ARTICLE V - OFFICERS & DIRECTORS

The name and street address of the initial officers and directors, if any, who shall hold office the first year of the corporation's existence or until their successor(s) is (are) elected, is:

Samuel B. David, Jr.
President
3111 East Texas Street, #152
Bossier City, LA 71111

Elizabeth Janine David Vice-President 3111 East Texas Street, #152 Bossier City, LA 71111

ARTICLE VI - INCORPORATOR

The name and street address of the incorporator to this articles of incorporation is:

Samuel B. David, Jr. 3111 East Texas Street, #152 Bossier City, LA 71111

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this eighth day of July, 1999.

Signature of Incorporator

STATE OF FLORIDA. COUNTY OF BROWARD. CERTIFICATE DESIGNATING REGISTERED AGENT/REGISTERED OFFICE Pursuant to the provisions of the Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

The name of the corporation is:

SAM DAVID RACING STABLE, INC.

The name and address of the registered agent and office is:

Claude L. David 1321 Van Buren Street

Hollywood, FL 33019

SIGNATURE TITLE: PRESIDENT

DATED: July 8th, 1999.

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, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF THE FLORIDA STATUTES.

SIGNATURE

DATED: July 8th, 1999

(Registered Agent)

(Corporate Officer)