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To:
Division of Corporations
Fax Number : (850) 922-4001

From:
Account Name : FAS-T CORP. AGENTS, INC.
Account Number : 071001002335
Phone : (305) 599-0839
Fax Number : (305) 716-0346

FLORIDA PROFIT CORPORATION OR P.A.

PALM BEACH PASO FINO, INC.

Certificate of Status	0
Certified Copy	1
Page Count	04
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P. O. 125388 JUL 16 1999

ARTICLES OF INCORPORATION

of

PALM BEACH PASO FINO, INC.
(name of corporation)

The undersigned subscriber(s) to these Articles of Incorporation, natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I- CORPORATE NAME

The name of the corporation is:

PALM BEACH PASO FINO, INC.

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida Law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of horse breeding.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue FIVE HUNDRED shares(500) of ONE DOLLAR(S) (1.00) par value Common Stock, which shall be designated "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial Registered Agent office and the name of the Initial Registered Agent at that office is:

NAME	<u>JOSE LUIS HERNANDEZ</u>
ADDRESS	<u>3855 FIELD VIEW WAY</u>
CITY	<u>WELLINGTON</u> <u>FLORIDA</u> <u>ZIP 33414</u>

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99 JUL 15 AM 7:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The principal office, if known, or the mailing address of the corporation is:

NAME PALM BEACH PASO FINO, INC.
ADDRESS 3855 FIELD VIEW WAY
CITY WELLINGTON FLORIDA ZIP 33414

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have FOUR (4) director(s) initially. The number of directors may be either increased or diminished from time to time by the by-laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follow:

NAME JOSE LUIS HERNANDEZ
ADDRESS 3855 FIELD VIEW WAY
CITY WELLINGTON FLORIDA ZIP 33414

NAME GERARDO J. LIZCANO
ADDRESS 4693 CARLTON GOLF DRIVE
CITY LAKE WORTH FLORIDA ZIP 33467

NAME PEDRO CESAR AMIN
ADDRESS 3855 FIELD VIEW WAY
CITY WELLINGTON FLORIDA ZIP 33414

NAME LUIS HERNANDO VASQUEZ
ADDRESS 3855 FIELD VIEW WAY
CITY WELLINGTON FLORIDA ZIP 33414

ARTICLE VII - INCORPORATORS

The names and addresses of the incorporates signing these Articles of Incorporation are as follows:

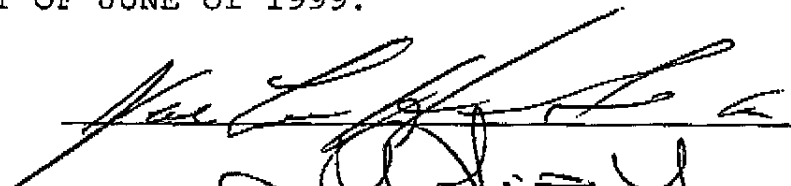
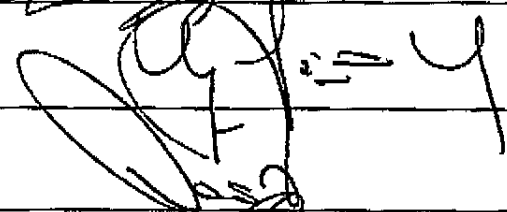

NAME JOSE LUIS HERNANDEZ
ADDRESS 3855 FIELD VIEW WAY
CITY WELLINGTON FLORIDA ZIP 33414

NAME GERARDO J. LIZCANO
ADDRESS 4693 CARLTON GOLF DRIVE
CITY WELLINGTON FLORIDA ZIP 33414

NAME PEDRO CESAR AMIN
ADDRESS 3855 FIELD VIEW WAY
CITY WELLINGTON FLORIDA ZIP 33414

NAME _____
ADDRESS _____
CITY _____ FLORIDA ZIP _____

IN WITNESS WHEREOF, the undersigned and subscriber(s)
have executed these Articles of Incorporation this 30TH
DAY OF JUNE of 1999.

 _____ (Seal)
 _____ (Seal)
 _____ (Seal)
_____ (Seal)

CERTIFICATE AND ACKNOWLEDGEMENT
OF REGISTERED AGENT

CERTIFICATE OF REGISTERED AGENT

PALM BEACH PASO FINO, INC.
(Name of Corporation)

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

99 JUL 15 AM 7:00

FILED

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:

The above corporation, desiring to organize under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation

At PALM BEACH PASO FINO, INC.
3855 FIELD VIEW WAY
WELLINGTON, FLORIDA ZIP CODE 33414

has named JOSE LUIS HERNANDEZ
located at the aforesaid address, as its Registered Agent to accept service of process within this state.

ACKNOWLEDGEMENT

Having been named as Registered Agent to accept service of process for the above stated corporation at the place designated in this certificate, and being familiar with the obligations of that position, I hereby accept to act in this capacity, and agree to comply with the provisions of Florida Law in keeping open said office.


(REGISTERED AGENT)