

**P99000077437**  
SILVER &  
WALDMAN, P.A.

SUITE 902  
800 BRICKELL AVENUE  
MIAMI, FLORIDA 33131

TELEPHONE (305) 374-4567  
FACSIMILE (305) 374-3338

August 23, 1999

**TRANSMITTAL LETTER**

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

Re: Free Agent Racing Stables, Inc.

Dear Sir or Madam:

Enclosed is an original and one (1) copy of the articles of incorporation for the above listed corporation and a check for \$70.00.

Very truly yours,

SILVER & WALDMAN, P.A.

*Dania Saavedra*  
Dania Saavedra

Enc.

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-08/26/99--01073--005  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

FILED  
99 AUG 26 AM 8:35  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

CLB  
8-31-99  
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**ARTICLES OF INCORPORATION  
OF  
FREE AGENT RACING STABLES, 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:

Free Agent Racing Stables, Inc.

**ARTICLE II. PRINCIPAL OFFICE**

The principal place of business and mailing address of this corporation shall be:

800 Brickell Ave.  
Suite 902  
Miami, FL 33131

**ARTICLE III. SHARES**

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having \$1.00 par value per share.

**ARTICLE IV. INITIAL REGISTERED AGENT AND STREET ADDRESS**

The name and Florida street address of the initial registered agent are:

Glen H. Waldman, Esq.  
800 Brickell Ave.  
Suite 902  
Miami, FL 33131

**ARTICLE V. TERM OF EXISTENCE**

This Corporation is to exist perpetually.

**FILED**  
9 AUG 26 AM 8:35  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

**ARTICLE VI. OFFICERS AND DIRECTORS**

This corporation shall have one officer and one director, initially. The names and street address of the initial officer and director who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

William Cesare  
Dir./ Pres.

800 Brickell Ave, Suite 902  
Miami, FL 33131

**ARTICLE VII. INCORPORATOR**

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

Glen H. Waldman, Esq.  
800 Brickell Ave.  
Suite 902  
Miami, FL 33131

**FILED**  
99 AUG 26 AM 8:35  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

  
Glen H. Waldman

8/23/99

Date

**ACCEPTANCE OF REGISTERED AGENT DESIGNATED  
IN ARTICLES OF INCORPORATION**

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

  
Glen H. Waldman

8/23/99

Date