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November 28, 2000

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*****78.75 *****78.75

Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

**Re: Hager Racing, Inc.
Our File No. 5031**

Dear Sir or Madam:

Enclosed please find our check for \$78.75 in order to cover the filing fee for the above named Corporation and also to receive a certified copy of the Articles and the Designation and Acceptance of Registered Agent. We have enclosed the original Articles and the Designation and Acceptance of Resident Agent. Once the corporation has been filed, please send the certified copies back to my office.

If you should have any questions, please feel free to contact my office.

Sincerely,



Cary A. Hardee, II

CAH: car
Enclosures
cc: client

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00 NOV 29 AM 9:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
HAGER RACING, INC.

The undersigned subscribers to these Articles of Incorporation, natural persons, competent to contact, hereby execute these Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida.

ARTICLE I. CORPORATE NAME.

The name of this corporation is HAGER RACING, INC.

ARTICLE II. PRINCIPAL OFFICE.

The principal place of business and mailing address of the this corporation is Route 1, Box 780, Lee, Florida 32059. That the street address and the mailing address are the same. That the Board of Directors may from time to time move the principal office of the Corporation to any other address in Florida.

ARTICLE III. CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000.

ARTICLE IV. INITIAL REGISTERED AGENT AND OFFICE.

The name and address of the initial registered agent is Barry Hager, Route 1, Box 780, Lee, Florida 32059.

ARTICLE V. INCORPORATORS.

The name and street address of the incorporators to these articles of incorporation are:

Barry Hager
Route 1, Box 780
Lee, Florida 32059

Lorrie Hager
Route 1, Box 780
Lee, Florida 32059

ARTICLE VI. DIRECTORS.

The names and street addresses of the initial directors are:

Barry Hager
Route 1, Box 780
Lee, Florida 32059

Lorrie Hager
Route 1, Box 780
Lee, Florida 32059

ARTICLE VII. CORPORATE BUSINESS.

The general nature of the business and the objects and purposes proposed to be transacted and carried on are to do any and all of the things herein mentioned, as fully and to the same extent as natural persons might or could do, to wit:

To operate a greyhound racing kennel and all related matters.

To take, acquire, buy, hold, own, maintain, work, sell, convey, lease, mortgage, exchange real or person property or mixed; to buy and sell, convey, assign and cancel liens of every kind upon personal property or real property of every class, kind, or nature; to draw acquire, endorse, discount, and deliver bills of exchange, promissory notes, bonds, debentures and other negotiable instruments of any kind, class or nature and secure the same by mortgage on its property or otherwise; to issue on commission, subscribe for, take acquire, hold,

exchange and deal in shares, stocks, bonds, obligations, or securities of any government or authority, individual or corporation.

Generally, to make and perform contracts of any kind and description and for the purpose of attaining any of the objects of the corporation, to do and perform any other act or thing, to exercise, and which now or may hereafter may be authorized by law, and generally to do and perform all things necessary or incident to the performing and carrying out of the powers hereinabove specifically delegated or implied, provided, however, that no provision hereof shall be construed to authorize this corporation to conduct a banking, safety deposit, trust, insurance, surety, express, railroad, canal, telegraph, telephone or cemetery company, a building and loan association, or mutual fire insurance association business or cooperative association, or fraternal benefit society, or state fair exposition.

ARTICLE VIII. BY LAWS.

The power to adopt, alter, amend and/or repeal any and all by-laws shall be vested in the Board of Directors.

ARTICLE IX. PAR VALUE.

The par value of shares issued by the corporation shall be ten dollars.

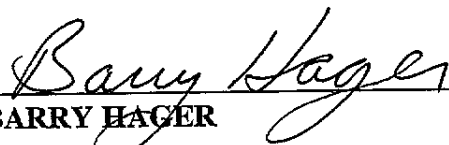
ARTICLE X. LIABILITY

There shall be no personal liability on shareholders for the debts of the corporation.

ARTICLE XI. TRANSACTIONS WITH INTERESTED PERSONS.

No contract or other transaction of the Corporation with any other person, firm or corporation, or in which this Corporation is interested shall be affected or invalidated by: (A) The fact that any one or more of the shareholders of this corporation is interested in or is a director, officer or shareholder of another corporation; (B) The fact that any shareholder, individually or jointly with others, may be a party to or may be interested in any such contract or transaction, and each and every person who may become a shareholder of the corporation is hereby relieved from any liability that may otherwise arise by reason of this contract with the Corporation for the benefit of himself or any firm or corporation in which he/she may in anywise be interested.

The undersigned executed these articles of incorporation on November 20, 2000.

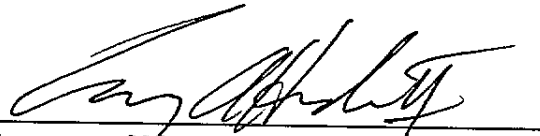

BARRY HAGER

STATE OF FLORIDA
COUNTY OF MADISON

PERSONALLY APPEARED BEFORE ME, the undersigned authority one **BARRY HAGER**, who, after being first duly sworn by me, states on oath that he is the subscriber to these Articles of Incorporation, that he executed the same, and acknowledge before me that he subscribed to these Articles of Incorporation.

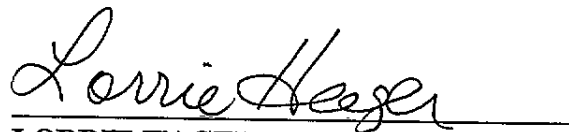
SWORN TO AND SUBSCRIBED before me on this 20th day of November, 2000.

My Commission Expires:


Signature of Notary Public



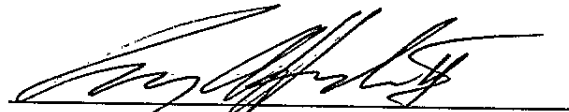
CARY HARDEE, II
Notary Public, State of Florida
My comm. expires Mar. 31, 2001
Comm. No. CC 634583


LORRIE HAGER

**STATE OF FLORIDA
COUNTY OF MADISON**

PERSONALLY APPEARED BEFORE ME, the undersigned authority one **LORRIE HAGER** who, after being first duly sworn by me, states on oath that she is the subscriber to these Articles of Incorporation, that she executed the same, and acknowledge before me that she subscribed to these Articles of Incorporation.

SWORN TO AND SUBSCRIBED before me on this 20th day of November, 2000.


Signature of Notary Public

My Commission expires:



CARY HARDEE, II
Notary Public, State of Florida
My comm. expires Mar. 31, 2001
Comm. No. CC 634583

**Designation and Acceptance of Registered Agent
for a Florida Corporation**


FILED
00 NOV 29 AM 9:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of F.S. 607.0501, 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.

1. The name of the corporation is **HAGER RACING, INC.**
2. The name of the registered agent is **BARRY HAGER.**
3. The address of the registered agent/registered office is **Route 1, Box 780, Lee, Florida 32059.**

Acceptance

Having been named as registered agent and designated to accept service of process for the above corporation, 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.

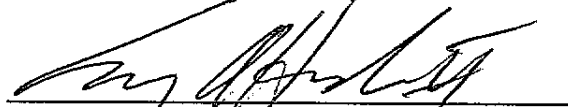

BARRY HAGER

Date: November 20, 2000.

**STATE OF FLORIDA
COUNTY OF MADISON**

PERSONALLY APPEARED BEFORE ME, the undersigned authority one **BARRY HAGER**, who, after being first duly sworn by me, states on oath that he is the subscriber to this Designation and Acceptance of Registered Agent for a Florida Corporation, that he executed the same, and acknowledge before me that he subscribed to this Designation and Acceptance of Registered Agent for a Florida Corporation.

SWORN TO AND SUBSCRIBED before me on this 20th day of November, 2000.



Signature of Notary Public

My Commission Expires:



CARY HARDEE, II
Notary Public, State of Florida
My comm. expires Mar. 31, 2001
Comm. No. CC 634583