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NAME: FALLS RACING STABLES, INC.

AUDIT NUMBER.....H98000011425

DOC TYPE.....BASIC AMENDMENT

CERT: OF STATUS..0 PAGES..... 1

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Amendment
6-19-98
DC

**ARTICLES OF AMENDMENT
OF
ARTICLES OF INCORPORATION
OF
FALLS RACING STABLES, INC.**

Pursuant to the provisions of Section 607.1006, Florida Statutes, Falls Racing Stables, Inc., a Florida corporation, hereby amends its Articles of Incorporation, as follows:

Article II is hereby amended to read:

"ARTICLE II

ADDRESS

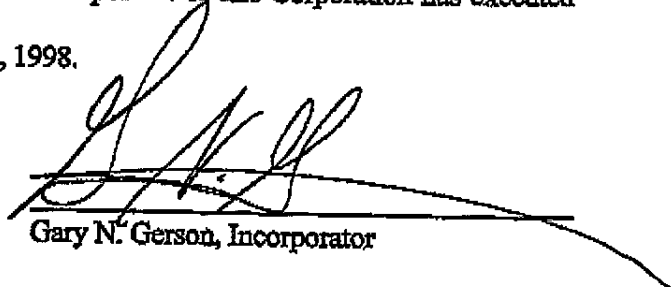
The mailing address of the corporation is:

c/o Denholtz Associates
337 East Indiantown Road, Suite 8
Jupiter, Florida 33477"

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The foregoing Amendment to the Articles of Incorporation of was approved and adopted by the Incorporator on June 12, 1998 without shareholder action and shareholder action was not required in accordance with Section 607.1006, Florida Statutes.

IN WITNESS WHEREOF, the undersigned Incorporator of this Corporation has executed these Articles of Amendment this 12th day of June, 1998.


Gary N. Gerson, Incorporator

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