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OFFICE OF THE SECRETARY OF STATE
BREMER EHRLER, SECRETARY OF STATE

**STATEMENT OF CHANGE
OF REGISTERED OFFICE OR REGISTERED AGENT
OR BOTH**

RECEIVED & FILED
\$5.00
DEC 17 3 10 PM '97
JOHN W. ...
STATE OF KENTUCKY

Pursuant to the provisions of Kentucky Revised Statutes Chapters 271B or 273, the undersigned corporation organized in the state of Kentucky submits the following statement for the purpose of changing its registered office or registered agent or both in the Commonwealth of Kentucky:

The name of the corporation American Saddlebred Horse Association Foundation, Inc.
Street address of its present registered office 4093 Iron Works Pike, Lexington, KY 40511
Street address of registered office is hereby changed to _____

Name of present registered agent Dorcha N. Dobbs

Name of registered agent is hereby changed to Marcia Carothers

The street address of its registered office and the street address of the business office of its registered agent, as changed will be identical.

Dated 12/12, 1997

American Saddlebred Horse Association Foundation, Inc.
Name of Corporation

CONSENT OF NEW AGENT

I consent to serve as new registered agent for this corporation.

By Marcia A. Carothers
Signature of Officer

Marcia A. Carothers
Signature of New Agent

Executive Secretary
Title of Officer