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Alison Lundergan Grimes
Kentucky Secretary of State
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ARTICLES OF ORGANIZATION
OF
Trifecta Racing Partners LLC

The undersigned, acting to form a limited liability company under the Kentucky Limited Liability Company Act, adopts the following Articles of Organization for such limited liability company:

ARTICLE I - NAME. The name of the limited liability company shall be Trifecta Racing Partners, LLC (the "Company").

ARTICLE II - INITIAL REGISTERED OFFICE AND AGENT. The address of the initial registered office of the Company shall be 224 South Ashland Avenue, Lexington, Kentucky 40502, and the name of its initial registered agent at such address shall be Stephen D. Dawahare, whose written statement consenting to serve in that capacity accompanies these Articles.

ARTICLE III - INITIAL PRINCIPAL OFFICE. The mailing address of the initial principal office of the Company is 224 South Ashland Avenue, Lexington, Kentucky 40502.

ARTICLE IV - MANAGEMENT STRUCTURE. The Company is to be managed by a manager or managers.

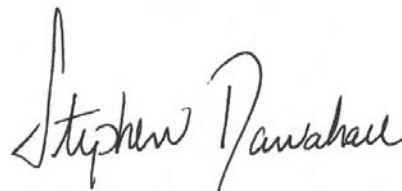
Dated: July 24, 2013.



Dan M. Rose, organizer

WRITTEN CONSENT OF INITIAL REGISTERED AGENT

The undersigned, Stephen D. Dawahare, hereby consents to serve as initial registered agent of this company.



Stephen D. Dawahare