Kentucky Secretary of State Annual Report

This Annual Report was submitted electronically

Company CHURCHILL DOWNS CALIFORNIA FALL

OPERATING COMPANY

Company ID 0474649.09.99999

Date Filed 7/6/2005 **Fee** \$15.00

Principal Office

Registered Agent

700 CENTRAL AVENUE LOUISVILLE, KY 40208 REBECCA REED 700 CENTRAL AVENUE LOUISVILLE, KY 40208

Officers

Treasurer	Stephen T Arnold	1050 S. Prairie, Inglewood, CA 90301
Secretary	Rebecca C Reed	700 Central Avenue, Louisville, KY 40208
President	Frederick M Baedeker Jr.	1050 S. Prairie, Inglewood, CA 90301
Vice President	Michael E Miller	700 Central Avenue, Louisville, KY 40208
Vice President	Allen N Gutterman	1050 S. Prairie, Inglewood, CA 90301

Directors

Director	Thomas H Meeker	700 Central Avenue, Louisville, KY 40208
Director	Frederick M Baedeker, Jr.	1050 S. Prairie, Inglewood, CA 90301
Director	Rebecca C Reed	700 Central Avenue, Louisville, KY 40208
Director	Andrew G Skehan	700 Central Avenue, Louisville, KY 40208

Signatures

Signature /s/ Rebecca C. Reed

Title Secretary