are to be consigned as aforesaid to some other corporation holding a charter for purposes not connected with individual profit Acquiescence in any modification thus declared, shall be determined in a meeting of the members, specially called for that purpose, and only those voting in favor of the modification shall thereafter compose the corporation. The means, assets income or other property of the corporation shall not be employed directly or indirectly for any other purpose whatever than to accomplish the legitimate objects of its creation, and by no implication or construction shall it possess the power to issue notes of currency, deal in currency, notes or coin, buy and sell products or engage in any kind of trading operation, nor hold any more real estate than is necessary for its legitimate purposes. Expulsion shall be the only remedy for the non-payment of dues by the members, and there shall be no individual liability against the members for corporate debts, but the entire corporate property shall be liable for the claims of creditors The the undersigned apply to the State of Tennessee by virtue of the laws of the land, for a Charter of incorporation for the purposes and with the powers &c &c declared in the foregoing instrument. Witness our hands this the 7 day of Aug, 1883.

Herman Burkholz. John Burkholz
R. K. Watson J. C. Snow
Frank Coleman

State of Tennessee, Davidson County 2nd,

Personally appeared before me J. A. McCann Dep. Clerk of the County Court of said County, the within named Herman Burkholz. John Burkholz. R. K. Watson. J. C. Snow & Frank Coleman the bargainers, with whom I am personally acquainted, and who acknowledged that they executed the within instrument for the purposes therein contained. Witness my hand at office. this 7 day of Aug 1883.

Rec'd Aug 7th 1883 at 4:8 P.M.) J. A. McCann Dep. Clerk

Registered August 8th 1883

R. A. Edwards & Ed P. Banks & J. M. Elliston & Jno. S. Fisher & James H. Fulgham & their successors

To a Charter of Incorporation for Rock City Blood Horse & Trotting Association

See Certificate of Secretary of State this book page 401 &c.

State of Tennessee Charter of Incorporation. Be it Known: That R. A. Edwards, Ed. P. Banks, J. M. Elliston, Jno. S. Fisher and James H. Fulgham are hereby constituted a body politic and corporate by the name and Style of the Rock City Blood horse and Trotting Association The general purposes for which this charter is sought are to encourage the raising, breeding and development of the Blood of Stock and for the opening of a race Course in the County of Davidson upon which horses will be trotted, paced, or run for premiums or purses to be offered, annually or semiannually, by this association. This Charter is applied for and obtained under Chapter 142 subsection 4 of section

1 of the acts of the general assembly of Tennessee passed in 1875 and entitled An act to provide for the organization of Corporations and the amendment to the said section, which subsection 4 is as follows- The support and encouragement of agriculture, horticulture and the mechanic arts, as agricultural, horticultural societies, or societies for the promotion of the mechanic arts, fairs, granges and associations of like nature, including associations for improvement of the blood of stock, or other objects of like nature. The general powers of said incorporation shall be to sue and be sued by the Corporate name, to have and used a common seal ~~seal~~, which it may use at pleasure; if no common seal, then the signature of the name of the Corporation by any duly authorized officer shall be legal and binding, to purchase and hold, or receive by gift, bequest or devise in addition to the personal property owned by the Corporation, real estate necessary for the transaction of the Corporate business; and also to purchase or accept any real estate in payment or in part payment of any debts due to the incorporation, and sell the same; to establish by-laws and make all rules and regulations not inconsistent with the laws and constitution, deemed expedient for the management of Corporate affairs; and to appoint such subordinate officers and agents, in addition to a President and Secretary or Treasurer, as the business of the Corporation may require, designate the name of the office and fix the Compensation of the Officer. In addition to the general powers conferred under the said act of 1875 the powers and privilege Conferred by act of general assembly of Tennessee upon compliance with section 3 thereof are asked for and obtained by this Charter- which said act is entitled, An act to regulate pool selling, book making and combinations upon turf, trotting and pacing races" passed March 23 1883 and approved March 28 1883. The said five or more Corporators shall within a convenient time after the registration of this Charter in the Office of the Secretary of State elect from their number a President, Secretary and Treasurer, or the last two offices may be combined in one. Said Officers and the other Corporators to constitute the first Board of Directors. In all elections each member to be entitled to one vote either in person or by proxy and the result to be determine by a majority of the votes cast. Due notice of any election must be given by advertisement in a news-paper, personal notice to the members on a day stated on the minutes of the board, six months preceding the election. The Board of Directors shall keep a record of all their proceedings, which shall be at all