



REGISTRY
FEDERAL ELECTION
COMMISSION 4011 8000

DEC 2 9 32 AM '98

December 1, 1998

Federal Election Commission
999 E Street, NW
Washington, D.C. 20463

Dear Sir/Madam:

Enclosed is the quarterly report for Churchill Downs Incorporated (#C00331942) for the period October 1 -- November 23, 1998.

Please feel free to contact me at 502/636-4582 if you have any questions.

Sincerely,

Amy L. Gregory

Director of Governmental Relations

Enclosure

cc: Ms. Jan Petty
Kentucky Registry of Election Finance

Churchill Downs Incorporated
700 Central Avenue
Louisville, KY 40208
(502) 636-4400
FAX: (502) 636-4430
Address:
www.kentuckyderby.com

REPORT OF RECEIPTS AND DISBURSEMENTS

For Other Than An Authorized Committee
(Summary Page)

RECEIVED
FEDERAL ELECTION
COMMISSION

DEC 29 32 AM '98

USE FEC MAILING LABEL
OR
TYPE OR PRINT

1. NAME OF COMMITTEE (in full) Churchill Downs Incorporated FPAC		2. FEC IDENTIFICATION NUMBER C00331942
ADDRESS (number and street) <input type="checkbox"/> Check if different than previously reported 700 Central Avenue		
CITY, STATE and ZIP CODE Louisville, KY 40208		
3. <input type="checkbox"/> This committee has qualified as a multicandidate committee. (see FEC FORM 1M)		

4. TYPE OF REPORT

- (a) April 15 Quarterly Report
 July 15 Quarterly Report
 October 15 Quarterly Report
 January 31 Year End Report
 July 31 Mid Year Report (Non-election Year Only)
 Termination Report
- Monthly Report Due On:
 February 20 June 20 October 20
 March 20 July 20 November 20
 April 20 August 20 December 20
 May 20 September 20 January 31
- 12-Day Pre-Election Report for the _____
(Type of Election)
election on _____ in the State of _____
- 30-Day Post-Election Report following the General Election
on 11/3/98 in the State of Kentucky

(b) Is this Report an Amendment? YES NO

SUMMARY	COLUMN A This Period	COLUMN B Calendar Year-to-Date
5. Covering Period <u>10/1/98</u> through <u>11/23/98</u>		
6. (a) Cash on Hand January 1, 19 <u>98</u>		\$ 0
(b) Cash on Hand at Beginning of Reporting Period	\$ 200.00	
(c) Total Receipts (from Line 19)	\$ 0	\$ 9,700.00
(d) Subtotal (add Lines 6(b) and 6(c) for Column A and Lines 6(a) and 6(c) for Column B)	\$ 200.00	\$ 9,700.00
7. Total Disbursements (from Line 30)	\$ 0	\$ 9,500.00
8. Cash on Hand at Close of Reporting Period (subtract Line 7 from Line 6(d))	\$ 200.00	\$ 200.00
9. Debts and Obligations Owed TO the Committee (Itemize all on Schedule C and/or Schedule D)	\$ 0	For further information contact: Federal Election Commission 999 E Street, NW Washington, DC 20463 Toll Free 800-424-9530 Local 202-694-1100
10. Debts and Obligations Owed BY the Committee (Itemize all on Schedule C and/or Schedule D)	\$ 0	

I certify that I have examined this Report and to the best of my knowledge and belief it is true, correct and complete.

Type or Print Name of Treasurer
Vicki L. Baumgardner, Treasurer

Signature of Treasurer

Vicki L. Baumgardner

Date

12/1/98

NOTE: Submission of false, erroneous, or incomplete information may subject the person signing this Report to the penalties of 2 U.S.C. §437g.

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FEC FORM 3X
(revised 6/93)

**DETAILED SUMMARY PAGE
OF RECEIPTS AND DISBURSEMENTS
PAGE 2, FEC FORM 3X**

(revised 1/1/91)

NAME OF COMMITTEE Churchill Downs Incorporated FPAC		REPORT COVERING PERIOD FROM 10/1/98 TO: 11/23/98	
		COLUMN A Total This Period	COLUMN B Calendar Year
I. Receipts			
11.	Contributions (other than loans) From:		
a.	Individuals/Persons Other Than Political Committees		
i.	Itemized (use Schedule A)	\$0	\$9,700.00
ii.	Unitemized	0	0
iii.	Total, (add i and ii) >	0	9,700.00
b.	Political Party Committees	0	0
c.	Other Political Committees (such as PACs)	0	0
d.	Total Contributions, (add a iii, b and c) >	0	9,700.00
12.	Transfers From Affiliated/Other Party Committees	0	0
13.	All Loans Received	0	0
14.	Loan Repayments Received	0	0
15.	Offsets To Operating Expenditures (Refunds, Rebates, etc.)	0	0
16.	Refunds of Contributions Made to Federal Candidates and Other Political Committees	0	0
17.	Other Federal Receipts (Dividends, Interest, etc.)	0	0
18.	Transfers from Nonfederal Account for Joint Activity	0	0
19.	Total Receipts, (add 11d, 12, 13, 14, 15, 16, 17, and 18) >	0	9,700.00
20.	Total Federal Receipts, (subtract line 18 from line 19) >	0	9,700.00
II. Disbursements			
21.	Operating Expenditures:		
a.	Shared Federal/Non-Federal Activity (from Schedule H4)		
i.	Federal Share		
ii.	Non-Federal Share		
b.	Other Federal Operating Expenditures	0	0
c.	Total Operating Expenditures, (add a i, a ii, and b) >	0	0
22.	Transfers to Affiliated/Other Party Committees	0	0
23.	Contributions to Federal Candidates/Committees and Other Political Committees	0	9,500.00
24.	Independent Expenditures (use Schedule E)	0	0
25.	Coordinated Expenditures Made by Party Committees (2 U.S.C. 441a(d)) (use Schedule F)	0	0
26.	Loan Repayments Made	0	0
27.	Loans Made	0	0
28.	Refunds of Contributions To:		
a.	Individuals/Persons Other Than Political Committees	0	0
b.	Political Party Committees	0	0
c.	Other Political Committees (such as PACs)	0	0
d.	Total Contribution Refunds, (add a, b and c) >	0	0
29.	Other Disbursements	0	0
30.	Total Disbursements, (add 21c, 22, 23, 24, 25, 26, 27, 28d, and 29) >	0	9,500.00
31.	Total Federal Disbursements, (subtract line 21 a, ii from line 30) >	0	9,500.00
III. Net Contributions/Operating Expenditures			
32.	Total Contributions (other than loans)(from line 11d)	0	9,700.00
33.	Total Contribution Refunds (from line 28d)	0	0
34.	Net Contributions (other than loans)(subtract line 33 from 32)	0	9,700.00
35.	Total Federal Operating Expenditures, (add 21 a, i and 21 b) >	0	0
36.	Offsets to Operating Expenditures (from line 15)	0	0
37.	Net Operating Expenditures, (subtract line 36 from 35) >	0	0

Federal Election Commission

**ENVELOPE REPLACEMENT PAGE
FOR INCOMING DOCUMENTS**

The Commission has added this page to the end of this filing to indicate how it was received.

<input checked="" type="checkbox"/> Hand Delivered	Date of Receipt 12-2-98
<input type="checkbox"/> First Class Mail	POSTMARKED
<input type="checkbox"/> Registered/Certified Mail	POSTMARKED
<input type="checkbox"/> No Postmark	
<input type="checkbox"/> Postmark Illegible	
<input type="checkbox"/> Received from the House office of Records and Registration	Date of Receipt
<input type="checkbox"/> Received from the Senate Office of Public Records	Date of Receipt
<input type="checkbox"/> Other (Specify):	Postmarked and/or Date of Receipt
<input type="checkbox"/> Electronic Filing	
<i>SPH</i> PREPARER	12-2-98 DATE PREPARED