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FEDERAL ELECTION
COMMISSION MAIL ROOM

DEC 18 9 56 AM '97

December 17, 1997

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

Dear Sir/Madam:

Enclosed is the Statement of Organization for Churchill Downs Incorporated FPAC. A copy of the Statement has been filed with the Kentucky Registry of Election Finance.

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

Sincerely,

Amy L. Gregory
Director of Governmental Relations

Enclosure

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

STATEMENT OF ORGANIZATION

(See reverse side for instructions)

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1. (a) NAME OF COMMITTEE IN FULL <input type="checkbox"/> (Check if name is changed) Churchill Downs Incorporated RRAC	2. DATE 12/16/97
(b) Number and Street Address <input type="checkbox"/> (Check if address is changed) 700 Central Avenue	3. FEC Identification Number
(c) City, State and ZIP Code Louisville, Kentucky 40208	4. Is This Report An Amendment? <input type="checkbox"/> YES <input checked="" type="checkbox"/> NO

5. TYPE OF COMMITTEE (Check one)

- (a) This committee is a principal campaign committee. (Complete the candidate information below.)
- (b) This committee is an authorized committee, and is NOT a principal campaign committee. (Complete the candidate information below.)
- | Name of Candidate | Candidate Party Affiliation | Office Sought | State/District |
|-------------------|-----------------------------|---------------|----------------|
| | | | |
- (c) This committee supports/opposes only one candidate _____ and is NOT an authorized committee.
(name of candidate)
- (d) This committee is a _____ committee of the _____ Party.
(National, State or subordinate) (Democratic, Republican, etc.)
- (e) This committee is a separate segregated fund.
- (f) This committee supports/opposes more than one Federal candidate and is NOT a separate segregated fund or a party committee.

6. Name of Any Connected Organization or Affiliated Committee	Mailing Address and ZIP Code	Relationship
Churchill Downs Incorporated	700 Central Avenue Louisville, Kentucky 40208	Connected

Type of Connected Organization
 Corporation Corporation w/o Capital Stock Labor Organization Membership Organization Trade Association Cooperative

7. Custodian of Records: Identify by name, address (phone number - optional) and position of the person in possession of committee books and records.

Full Name	Mailing Address	Title or Position
Amy L. Gregory	700 Central Avenue, Louisville, KY 40208	Assistant Treasurer

8. Treasurer: List the name and address (phone number - optional) of the treasurer of the committee; and the name and address of any designated agent (e.g., assistant treasurer).

Full Name	Mailing Address	Title or Position
Vicki L. Baumgardner	700 Central Avenue, Louisville, Ky 40208	Treasurer
Amy L. Gregory	(same)	Assistant Treasurer

9. Banks or Other Depositories: List all banks or other depositories in which the committee deposits funds, holds accounts, rents safety deposit boxes or maintains funds.

Name of Bank, Depository, etc.	Mailing Address and ZIP Code
PNC Bank	500 W. Jefferson Street Louisville, Ky 40202

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

TYPE OR PRINT NAME OF TREASURER Vicki L. Baumgardner	SIGNATURE OF TREASURER 	DATE 12/16/97
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NOTE: Submission of false, erroneous, or incomplete information may subject the person signing this Statement to the penalties of 2 U.S.C. §437g. ANY CHANGE IN INFORMATION SHOULD BE REPORTED WITHIN 10 DAYS.

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 <i>12-18-97</i>
<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>SES</i> PREPARER	<i>12-18-97</i> DATE PREPARED