

**N0200008438**

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(Business Entity Name)

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Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

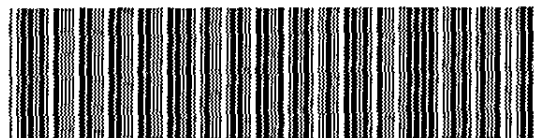
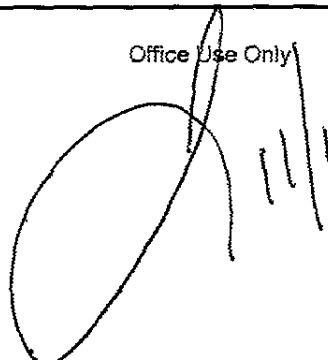
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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

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11/01/02--01031--007 \*\*155.00

FILED  
02 NOV -1 PM 2:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

CORP DIRECT AGENTS, INC. (formerly CCRS)  
103 N. MERIDIAN STREET, LOWER LEVEL  
TALLAHASSEE, FL 32301  
222-1173

FILING COVER SHEET  
ACCT. #FCA-14

CONTACT: Pam

DATE: 11-1-02

REF. #: 0174. 10396

CORP. NAME: Suncoast Equestrian Society Inc

- |   |   |  |
|---|---|--|
| <input checked="" type="checkbox"/> ARTICLES OF INCORPORATION | <input type="checkbox"/> ARTICLES OF AMENDMENT  | <input type="checkbox"/> ARTICLES OF DISSOLUTION |
| <input type="checkbox"/> ANNUAL REPORT                        | <input type="checkbox"/> TRADEMARK/SERVICE MARK | <input type="checkbox"/> FICTITIOUS NAME         |
| <input type="checkbox"/> FOREIGN QUALIFICATION                | <input type="checkbox"/> LIMITED PARTNERSHIP    | <input type="checkbox"/> LIMITED LIABILITY       |
| <input type="checkbox"/> REINSTATEMENT                        | <input type="checkbox"/> MERGER                 | <input type="checkbox"/> WITHDRAWAL              |
| <input type="checkbox"/> CERTIFICATE OF CANCELLATION          | <input type="checkbox"/> UCC-1                  | <input type="checkbox"/> UCC-3                   |
| <input type="checkbox"/> OTHER: _____                         |   |  |

STATE FEES PREPAID WITH CHECK# 503537 FOR \$ 155.00

AUTHORIZATION FOR ACCOUNT IF TO BE DEBITED:

\_\_\_\_\_ COST LIMIT: \$ \_\_\_\_\_

PLEASE RETURN:

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|--|---|---|
| <input checked="" type="checkbox"/> CERTIFIED COPY | <input type="checkbox"/> CERTIFICATE OF GOOD STANDING | <input type="checkbox"/> PLAIN STAMPED COPY |
| <input type="checkbox"/> CERTIFICATE OF STATUS     |   |   |

Examiner's Initials

ARTICLES OF INCORPORATION  
OF  
SUNCOAST EQUESTRIAN SOCIETY, INC.

FILED  
02 NOV -1 PM 2:00  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

THE UNDERSIGNED acting as incorporator of these Articles of Incorporation, is desirous of forming a Corporation Not for Profit, pursuant to Chapter 617, of the Laws of the State of Florida.

ARTICLE I

NAME: The name of this Corporation shall be:

SUNCOAST EQUESTRIAN SOCIETY, INC.

ARTICLE II

PRINCIPAL OFFICE AND REGISTERED AGENT: The Board of Directors of the Corporation may change the location of the principal office of the Corporation from time to time. The location of the principal office of the Corporation shall be:

7823 Heritage Classic Court  
Bradenton, Florida 34202

The registered agent and registered office of the Corporation shall be:

Timothy A. Mattox

7823 Heritage Classic Court  
Bradenton, Florida 34202

ARTICLE III

PURPOSES: This Corporation is organized as a social club within the meaning of Internal Revenue Code ("IRC") Section 501(c)(7), with the purpose of promoting equestrian activity without preference to any particular horse sport or breed; and is authorized to exercise such powers as are in furtherance of its exempt status and for purposes for which a corporation may be formed under the Florida Not For Profit Corporation Act.

#### ARTICLE IV

**POWERS:** This Corporation shall have and exercise all the powers of non-profit corporations under the laws of the State of Florida, but within the restrictions of IRC Section 501(c)(7) and which are convenient or necessary to effect the purposes of the Corporation.

#### **LIMITATIONS ON POWERS:**

(1) No part of the assets or net earnings of the Corporation shall be distributable to or inure to the benefit of, its members, trustees, officers, or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article III hereof.

(2) No substantial part of the organization's activities shall be the carrying on of propaganda or otherwise attempt to influence legislation.

(3) The Corporation shall not directly or indirectly participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office.

(4) The Corporation may not pursue objectives or engage in activities which will characterize it as an action organization.

(5) Notwithstanding any other provision of these Articles, the Corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from federal income tax under IRC Section 501(c)(7), or corresponding section of any future federal tax code.

#### ARTICLE V

#### **QUALIFICATION OF MEMBERS AND MANNER OF ADMISSION:**

(1) The initial member of the Corporation shall be the incorporator as set forth in Article VI hereof. The membership shall be open to all persons interested in the objectives of the Corporation.

(2) The By-Laws of the Corporation may prescribe additional qualifications for membership and may provide for additional classes of members.

(3) Prospective members shall be admitted to membership upon approval by the Board of Directors, according to procedures and limitations established in the By-Laws of the Corporation.

#### ARTICLE VI

**TERM OF EXISTENCE:** The term for which this Corporation is to exist shall be perpetual, unless sooner dissolved pursuant to provisions of Florida Statute 617, as Amended.

## ARTICLE VII

NAME AND ADDRESS OF INCORPORATOR: The name and address of the incorporator shall be:

Timothy A. Mattox

7823 Heritage Classic Court  
Bradenton, Florida 34202

## ARTICLE VIII

OFFICERS AND DIRECTORS: The affairs of this Corporation shall be managed by a governing board called the Board of Directors, who shall be elected initially by the incorporator, and thereafter at the Annual Meeting of the Corporation. Vacancies on the Board of Directors may be filled until the next Annual Meeting, in such manner as provided by the By-Laws of the Corporation. The officers shall be: a President, Vice President, Secretary, Treasurer and such other officers as determined by the Board of Directors. They shall be elected by the Board of Directors. The officers and the Board of Directors shall perform such duties, hold office for such terms, and take office at such times as shall be provided by the By-Laws of the Corporation.

## ARTICLE IX

NUMBER OF DIRECTORS: The number of the Board of Directors shall initially be three (3). The number may be increased as provided in the By-Laws of the Corporation, but shall never be fewer than three (3).

## ARTICLE X

BY-LAWS: The By-Laws of this Corporation may be altered, amended or repealed, and new By-Laws may be adopted as provided in the By-Laws of the Corporation.

## ARTICLE XI

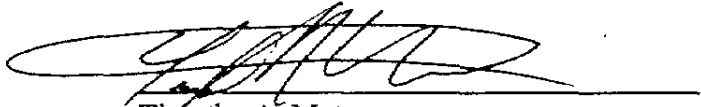
AMENDMENT OF ARTICLES OF INCORPORATION: These Articles may be amended as provided in the By-Laws of the Corporation.

## ARTICLE XII

INDEMNIFICATION: The Corporation shall indemnify any person who was or is a party or is threatened to be made a party to any threatened, pending or completed action, suit or proceeding, whether civil or criminal, administrative or investigative (whether or not by or in the right of the Corporation), by reason that such person is or was a Board of Director or officer of the Corporation, against any and all expenses (including attorney's fees, Court costs and appellate costs and fees), judgments, fines and amounts paid in settlement incurred by him in connection with such

action, suit or proceeding, except for an officer or Board of Director who is adjudged guilty of willful misfeasance or willful malfeasance in the performance of his duties. Such right of indemnification shall continue as to a person who has ceased to be a Board of Director or officer and shall inure to the benefit of the heirs and personal representatives of such person. Provided however, that if any past or present officer or Board of Director sues the Corporation, other than to enforce this indemnification, such past or present Board of Director or officer instituting such suit shall not have the right of indemnification hereunder in connection with such suit. The Corporation is authorized to purchase insurance to provide funds for the indemnification hereinabove set forth, and, if such insurance is purchased but the proceeds of the same are not sufficient to cover the cost of indemnification, then the deficiency shall be paid from corporate funds. If there are no funds available to pay the cost of the indemnification or deficiency resulting from insufficient insurance coverage, then the Board of Directors shall assess the membership to cover such costs. This indemnification is an absolute right, and such assessments shall be made notwithstanding any other provisions contained herein to the contrary.

IN WITNESS WHEREOF, the undersigned incorporator, has hereunto executed these Articles this 30<sup>th</sup> day of September, 2002, for the purpose of forming this non-profit Corporation under the laws of the State of Florida, and hereby makes and files in the office of the Secretary of State of the State of Florida these Articles of Incorporation and certify that the facts herein stated are true.

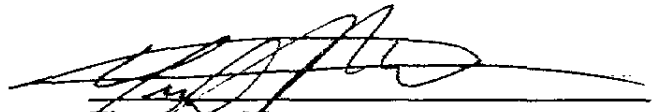


Timothy A. Mattox

"INCORPORATOR"

ACCEPTANCE BY REGISTERED AGENT

Having been named Registered Agent to accept service of process for the above stated Corporation at the registered office designated in the Articles, I hereby accept such designation and agree to serve as Registered Agent.



Timothy A. Mattox

"REGISTERED AGENT"

FILED  
02 NOV - 1 PM 2:00  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA