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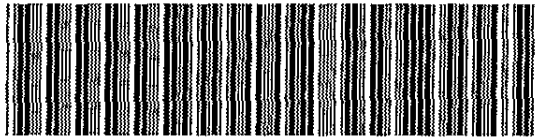
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November 7, 2002

Department of State
Division of Corporations
Corporate Filings
409 E. Gaines St.
Tallahassee, FL 32399

Re: North American Dressage Trainers Club, Inc.

Dear Sir/Madam:

Enclosed herein for filing in your office are two original copies of the Articles of Incorporation for North American Dressage Trainers Club, Inc. Also enclosed is a check in the amount of \$87.50 for the filing fee. Said filing fee is comprised of the actual filing fee and the requested amounts for a certified copy of the articles as well as a certificate.

Please send the certified stamped copy of the articles directly to:

Patti A. Dittmann
Cline Williams Law Firm
1900 U.S. Bank Building
233 South 13th Street
Lincoln, NE 68508

If you have any questions concerning the above or need more information, please contact me directly at 402-474-6900, Ext. 6191. Thank you.

Very truly yours,



Patti A. Dittmann
Corporate Paralegal

Enclosures

L0530769.1

**ARTICLES OF INCORPORATION
OF
NORTH AMERICAN DRESSAGE TRAINERS CLUB, INC.**

Pursuant to the provisions of Chapter 617.0202 of the Florida Statutes (F.S.), the following are Articles of Incorporation for North American Dressage Trainers Club, Inc., a Florida not-for-profit corporation.

**ARTICLE I
Name**

The name of the corporation is "North American Dressage Trainers Club, Inc."

**ARTICLE II
Principal Office**

The principal place of business and mailing address of the corporation is: 1307 Spring Garden Ranch Road, DeLeon Springs, Florida 32130.

**ARTICLE III
Purposes**

The corporation is organized exclusively for nonprofit purposes and activities within the meaning of Section 501(c)(6) of the Internal Revenue Code, or the corresponding section of any future federal tax code (the "Code"). Subject in any event to the foregoing, the specific purposes of the corporation are:

a. To bring together and to integrate all parties involved in the sport of Dressage (riders, trainers, judges, press, owners, sponsors and organizers) in order to preserve the fundamental principles of Classical Dressage as written in the FEI-rules, to educate and encourage interested parties, and to promote and make more accessible the sport of Dressage within the equestrian world.

b. To provide a forum for study, discussion and debate amongst top professional international Dressage trainers about the standard of training at the international levels. This will be achieved through meetings and seminars and by liaising with FEI judges and all other governing bodies (USA Equestrian and Canada Dressage) on related topics.

c. To encourage and support those nations where Dressage is a developing sport and to adopt a more uniform interpretation of the principles of Classical Dressage. To have input into the writing of new Dressage tests, both on the national and international levels. To have the corporation's opinions be considered when the FEI

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and/or the National Federations are formulating or changing rules governing the sport of Dressage.

d. To insure that all members of the corporation adhere to the corporation's Code of Conduct.

ARTICLE IV
Manner of Election

The management of the affairs of the corporation shall be vested in a Board of Directors, who shall be elected or appointed by the members in good standing at the annual meetings of the corporation, as further provided in the corporation's Bylaws.

ARTICLE V
Initial Directors/Officers

The names and addresses of the Initial Directors/Officers of the corporation are as follows:

<u>Name</u>	<u>Address</u>	<u>Title</u>
1. Michael Poulin	1307 Spring Garden Ranch Rd. DeLeon Springs, Florida 32130	Director and President
2. Sharon Poulin	1307 Spring Garden Ranch Rd. DeLeon Springs, Florida 32130	Director
3. Anne Gribbons	849 Suffolk Ave. Brentwood, NY 11717	Director
4. Natalie Lamping	P.O. Box 8103 Bartlett, IL 60103	Director
5. Michelle Gibson	745 Landrum Road Alpharetta, GA 30004	Director
6. Janet Brown	5 Sanford Rd. Colorado Springs, CO 80906	Director
7. Lendon Gray	25 Lake Avenue Bedford, NY 10506	Director

Article VI
Initial Registered Agent and Street Address

The name and street address of the registered agent of the corporation is: Michael Poulin, 1307 Spring Garden Ranch Road, DeLeon Springs, Florida 32130.

Article VII
Incorporator

The name and street address of the incorporator of the corporation is: Michael Poulin, 1307 Spring Garden Ranch Road, DeLeon Springs, Florida 32130.

Article VIII
Corporate Operating Requirements

- A. The corporation shall have no capital stock and shall declare no dividends.
- B. The corporation shall have one or more classes of members as provided in its Bylaws.
- C. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, directors, 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. No member, director, officer or other private person shall be entitled to share in the distribution of any of the corporate assets of the corporation, except as provided in Article IX hereof.
- D. 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 Section 501(c)(6) of the Code.

ARTICLE IX
Dissolution

Upon the dissolution of the corporation or the winding up of its affairs, the Board of Directors shall, after paying or making provision for the payment of all the liabilities of the corporation, distribute the net assets of the corporation to its members in equal shares.

ARTICLE X
Amendments

The directors of the corporation shall have the power to amend these Articles of Incorporation by the affirmative vote of a two-thirds (2/3) majority thereof at any annual or special meeting of the directors, or by informal action thereof, except as otherwise provided under the F.S.

Dated: 007-7, 2002


Michael Poulin, Incorporator

I, Michael Poulin, of 1307 Spring Garden Ranch Road, DeLeon Springs, Florida 32130, hereby accept the designation as Registered Agent of North American Dressage Trainers Club, Inc., as of the date of incorporation thereof.


Michael Poulin, Registered Agent

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