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DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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Pennington  
Moore  
Wilkinson  
Bell &  
Dunbar P.A.  
ATTORNEYS AT LAW  
www.penningtonlaw.com

J. Breck Brannen  
Attorney at Law

(850)222-3533  
breck@penningtonlaw.com

February 13, 2004

**VIA HAND-DELIVERY**

Department of State  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, FL 32399

Re: Florida Quarter Horse Breeders and Owners Association, Inc.

FILED  
04 FEB 13 PM 12:34  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Dear Sir or Madam:

Please find enclosed for filing with your office the original and one (1) copy each of the Articles of Incorporation of Florida Quarter Horse Breeders and Owners Association, Inc. and the Certificate of Designation of Registered Agent. Please time-stamp the copies and return them to our office. Also enclosed is our firm's check in the amount of Seventy-Eight Dollars and Seventy-Five Cents (\$78.75) for payment of the required filing fees and Certificate of Status.

If you have any questions, please contact our office.

Sincerely,

PENNINGTON, MOORE, WILKINSON,  
BELL & DUNBAR, P.A.



J. Breck Brannen

Enclosures

12151  
17624

Breck Brannen  
Pennington Law Firm  
Requestor's Name

215 South Monroe St, 2nd floor  
Address

Tallahassee FL 32301 222-3533  
City/State/Zip Phone #

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. Florida Quarter Horse Breeders & Owners Association, Inc.  
(Corporation Name) (Document #)

2. \_\_\_\_\_  
(Corporation Name) (Document #)

3. \_\_\_\_\_  
(Corporation Name) (Document #)

4. \_\_\_\_\_  
(Corporation Name) (Document #)

☐ Walk in ☐ Pick up time \_\_\_\_\_ ☐ Certified Copy  
☐ Mail out ☐ Will wait ☐ Photocopy ☒ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input checked="" type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

04 FEB 13 PM 12:34

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**ARTICLES OF INCORPORATION  
OF  
FLORIDA QUARTER HORSE BREEDERS AND OWNERS ASSOCIATION, INC.**

The undersigned hereby associate themselves to form a corporation not for profit under Chapter 617 of the Florida Statutes, and, for these purposes, do hereby adopt the following Articles of Incorporation.

**ARTICLE I - NAME**

The name of the corporation shall be FLORIDA QUARTER HORSE BREEDERS AND OWNERS ASSOCIATION, INC.

**ARTICLE II - PRINCIPAL PLACE OF BUSINESS**

The principal place of business of the corporation shall be:

215 South Monroe Street  
Second Floor  
Tallahassee, Florida 32301

The mailing address of the corporation shall be:

Post Office Box 10095  
Tallahassee, Florida 32302-2095

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TALLAHASSEE, FLORIDA

**ARTICLE III - PURPOSES**

The purposes for which the corporation is organized are: to perform all of the designated functions set forth in Chapter 550, Florida Statutes, to further the breeding and owning of quarter horses in the State of Florida; to receive payments from permitholders and make payments as authorized in Section 550.2625(5)(a), Florida Statutes; to use the funds collected under Section 550.2625, Florida Statutes, solely for supplementing and augmenting purses and prizes and for the general promotion of owning and breeding of racing quarter horses in the State of Florida and for general administration of the corporation

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in the State of Florida; to maintain the registry of quarter horses as set forth in Section 550.2625(5)(c), Florida Statutes; to maintain complete records showing the starters and winners in all quarter horse races conducted under quarter horse permits in the State of Florida; to maintain complete records showing awards earned, received, and distributed; to keep accurate records showing receipts and disbursements of payments under Section 550.2625, Florida Statutes, and annually file a full and complete report to the division showing such receipts and disbursements and the sums withheld for administration; to annually establish a plan for supplementing and augmenting purses and prizes and for the general promotion of owning and breeding Florida-bred racing quarter horses and shall make award payments and allocations in strict compliance with the annual plan in accordance with Section 550.2625, Florida Statutes; and, in general, to do any and all acts and things, and to exercise any and all powers which now or hereafter are lawful for the corporation to do or exercise under and pursuant to the laws of the State of Florida for the purpose of accomplishing any of the purposes of the corporation.

In no event shall the corporation engage in any activity which would be contrary to the purposes and activities permitted to be engaged in by any organization the activities of which are exempt from federal income tax under the Internal Revenue Code and the applicable rules and regulations thereunder (the "Code").

The corporation shall not be operated for the primary purpose of carrying on an unrelated trade or business as defined in Section 513 of the Code.

No compensation shall be paid to any member, officer, director, trustee, creator or organizer of the corporation or substantial contributor to it except as a reasonable allowance for services actually rendered to or for the corporation.

The corporation is organized to serve public interests. Accordingly, it shall not be operated for the benefit of private interests.

#### **ARTICLE IV - POWERS**

The corporation shall have all the powers granted to not for profit corporations under the laws of the State of Florida which are necessary or convenient to effect any and all purposes for which the organization is organized. In no event, however, shall the corporation have or exercise any power which would cause it not to qualify as a tax-exempt organization under the Code; nor shall the corporation engage directly or indirectly in any activity which would cause the loss of such qualification. No part of the assets or the net earnings, current or accumulated, of the corporation shall inure to the benefit of any private individual.

#### **ARTICLE V - MEMBERS**

The corporation shall have no members. Its affairs shall be governed by its Board of Directors.

#### **ARTICLE VI - TERM OF EXISTENCE**

The corporation shall have perpetual existence.

#### **ARTICLE VII - OFFICERS AND DIRECTORS**

The affairs of the corporation shall be managed by a Board of Directors consisting of not less than three (3) nor more than fifteen (15) persons. The number of directors shall be fixed in the Bylaws of the corporation. Annual elections will be held on the 31<sup>st</sup> day of December of each year or such other date as selected by the Board of Directors. Election shall be by a majority vote of the existing Directors of the corporation in attendance at the annual meeting of the Board of Directors of the corporation.

The officers of the corporation shall consist of a President, Vice President, and Secretary/Treasurer

and such other officers and assistant officers and agents as provided in the Bylaws of the corporation. Each officer shall serve for such term as determined by the Board of Directors. In the event of a vacancy on the Board of Directors or in any office for any reason, the Board of Directors shall fill such vacancy for the unexpired term.

#### **ARTICLE VIII - NAMES OF OFFICERS**

The names of the officers who are to serve until the first election under these Articles of Incorporation are as follows:

<u>Name</u>	<u>Office</u>
Marc W. Dunbar	President

#### **ARTICLE VIII - FIRST BOARD OF DIRECTORS**

The number of persons constituting the first Board of Directors shall be three (3) and the names and addresses of the persons who are to serve as directors until the first election under these Articles of Incorporation are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Marc W. Dunbar	215 South Monroe Street Second Floor Tallahassee, Florida 32301
Peter M. Dunbar	215 South Monroe Street Second Floor Tallahassee, Florida 32301
Breck Brannen	215 South Monroe Street Second Floor Tallahassee, Florida 32301

### **ARTICLE IX - BYLAWS**

The Bylaws of the corporation shall be initially approved by a majority vote of the Board of Directors, and thereafter may be altered or rescinded by a majority vote of the Board of Directors at a duly called meeting of the Board of Directors in accordance with the Bylaws.

### **ARTICLE X - AMENDMENTS TO THE ARTICLES OF INCORPORATION**

These Articles of Incorporation may be amended in the manner provided by law.

### **ARTICLE XI - DISSOLUTION**

Upon the liquidation or dissolution of the corporation, its assets, if any, remaining after payment (or provision for payment) of all liabilities of the corporation, shall be distributed to, and only to, any one or more organizations qualified as exempt under Section 501(c)(3) or 501(c)(4) of the Code. No part of the assets or the net earnings, current or accumulated, of the corporation shall inure to the benefit of a private individual.

### **ARTICLE XII - INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of the corporation shall be:

215 South Monroe Street  
Second Floor  
Tallahassee, FL 32301

The name of the initial registered agent of the corporation shall be:

Marc W. Dunbar  
215 South Monroe Street  
Second Floor  
Tallahassee, FL 32301




**ARTICLE XIII - INCORPORATOR**

The following is the name and street address of the incorporator signing these Articles.

Marc W. Dunbar  
215 South Monroe Street  
Second Floor  
Tallahassee, FL 32301

IN WITNESS WHEREOF, I have set my hand and seal this 13<sup>th</sup> day of February, 2004.

  
\_\_\_\_\_  
Marc W. Dunbar, Incorporator

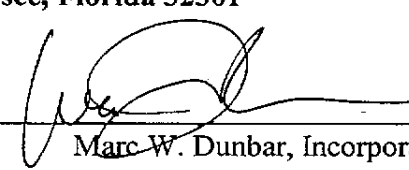
**CERTIFICATE OF DESIGNATION**  
**REGISTERED AGENT**

Pursuant to the provisions of Section 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

1. The name of the corporation is **FLORIDA QUARTER HORSE BREEDERS AND OWNERS ASSOCIATION, INC.**
2. The name and address of the registered agent and office is:

**Marc W. Dunbar**  
**215 South Monroe Street**  
**Second Floor**  
**Tallahassee, Florida 32301**

SIGNATURE: \_\_\_\_\_

  
Marc W. Dunbar, Incorporator

DATE: \_\_\_\_\_

2-13-07

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE APPOINTMENT AS REGISTERED AGENT.

SIGNATURE: \_\_\_\_\_

  
Marc W. Dunbar, Registered Agent

DATE: \_\_\_\_\_

2-13-07

REGISTERED AGENT FILING FEE: \$35.00

**FILED**  
04 FEB 13 PM 12:34  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA