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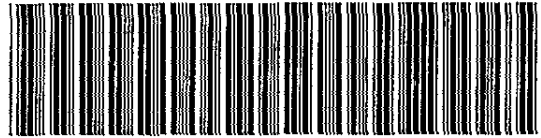
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DIVISION OF CORPORATIONS  
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W06-53

B. McKnight FEB 03 2008

**COVER LETTER**

Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

SUBJECT: FLORIDA QUARTER HORSE RACING ASSOCIATION  
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX) INC.

Enclosed are an original and one (1) copy of the articles of incorporation and a check for:

\$70.00 Filing Fee  
 \$78.75 Filing Fee & Certificate of Status

PREVIOUS CHECK IN  
YOUR POSSESSION

<input checked="" type="checkbox"/> \$78.75 Filing Fee & Certified Copy	<input type="checkbox"/> \$87.50 Filing Fee, Certified Copy & Certificate of Status
<b>ADDITIONAL COPY REQUIRED</b>	

FROM: PAMELA M. ROBB  
Name (Printed or typed)

1311 S. VINELAND RD.  
Address

WINTER GARDEN, FL 34787  
City, State & Zip

407-654-0464  
Daytime Telephone number

**NOTE: Please provide the original and one copy of the articles.**



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

January 3, 2006

PAMELA M ROBB  
1311 WINTER GARDEN-VINELAND RD  
WINTER GARDEN, FL 34787

SUBJECT: THE FLORIDA QUARTER HORSE BREEDERS AND OWNERS  
ASSOCIATION, INC.  
Ref. Number: W06000000053

We have received your document for THE FLORIDA QUARTER HORSE BREEDERS AND OWNERS ASSOCIATION, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an administratively dissolved/revoked entity. Names of administratively dissolved/revoked entities are not available for one year from the date of administrative dissolution/revocation unless the dissolved/revoked entity provides the Department of State with an affidavit or letter stating that they have no intention of reinstating, therefore, releasing the name for use to another entity.

**Adding "of Florida" or "Florida" to the end of a name is not acceptable.**

The name of the entity must be identical throughout the document.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6931.

Becky McKnight  
Document Specialist  
New Filing Section

Letter Number: 706A00000053

**ARTICLES OF INCORPORATION  
OF  
FLORIDA QUARTER HORSE RACING  
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 RACING ASSOCIATION, INC.

**ARTICLE II – PRINCIPAL PLACE OF BUSINESS**

The principal place of business of the corporation shall be:  
1311 Winter Garden – Vineland Rd.  
Winter Garden, FL 34787

The mailing address of the corporation shall be:  
1311 Winter Garden – Vineland Rd.  
Winter Garden, FL 34787

**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 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

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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 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 – MEMBERSHIP**

1. Membership in this corporation shall be available to those individuals, firms, and corporations interested in the objectives and purposes of the corporation as outlined in Article III, and who qualify under and comply with the Bylaws and such rules and regulations as may be established by the corporation. All Members must be members in good standing with the American Quarter Horse Association.
2. The interest of each member shall be equal to that of any other member, and no member shall acquire any interest which will entitle him to any greater voice, vote, authority, or interest in the corporation than that of any other member.
3. Except as otherwise provided in Article III, paragraph 5, no member shall be paid any part of the income, accumulated surplus, assets, or funds of the corporation.

4. Membership in the corporation shall be based on a calendar year, and may be renewed, subject to these Bylaws, for the following calendar year.
5. Annual dues shall be determined by the Board of Directors and when paid shall afford membership to December 31<sup>st</sup> of the current year.
6. The annual meeting of the General Membership shall be held on a date to be specified by the Board of Directors. All paid-up members shall be notified of the date of the annual meeting. At any meeting of the General Membership a majority of those present in person or by written proxy shall constitute a quorum to conduct such business as may be brought before such meeting. All proxies must be delivered to the Secretary/Treasurer of the corporation prior to the appointed time of the meeting for which they are designated.

#### **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, each of whom shall be a paid up member of the corporation. The number of directors shall be fixed in the Bylaws of the corporation. Annual elections will be held on the 15<sup>th</sup> day of October of each year or such other date as selected by the Board of Directors. The Board of Directors, through the Nominating Committee, shall propose candidates for the Board of Directors, and shall give notice of these candidates along with the notice of the Annual Meeting. Such candidates must have or be qualified for a Florida Pari-Mutual Owners and/or Trainers License, and submit to and pass such other background investigations as required by the American Quarter Horse Association and the Bylaws of the corporation. The Bylaws of the corporation may provide further criteria for qualification as a Director of the corporation. Election shall be by a majority vote of the paid up members of the corporation in attendance, in person or by proxy, at the annual meeting of paid up members of the General Membership corporation.

The officers of the corporation shall consist of a President, Vice President, and Secretary and 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>
Steve Fisch, DVM	President
Pamela M. Robb, Esq.	Vice-President
William H. Fisch, CPA	Treasurer
Robert G. Bentley	Secretary

#### **ARTICLE IX – 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>
Steve Fisch, DVM	9085 Magnolia Hill Dr. Tallahassee, FL 32309
William H. Fisch, CPA	9085 Magnolia Hill Dr. Tallahassee, FL 32309
Pamela M. Robb, Esq.	1311 Winter Garden- Vineland Rd. Winter Garden, FL 34787
Robert G. Bentley	271 CR 200 Bunnell, FL 32110

#### **ARTICLE X – 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 XI – AMENDMENTS TO THE ARTICLES OF INCORPORATION**

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

**ARTICLE XII – 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 XIII – INITIAL REGISTERED OFFICE AND AGENT**

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

1311 Winter Garden – Vineland Rd.  
Winter Garden, FL 34787

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

Pamela M. Robb, Esq.  
1311 Winter Garden – Vineland Rd.  
Winter Garden, FL 34787

**ARTICLE XIV – INCORPORATOR**

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

Pamela M. Robb  
1311 Winter Garden – Vineland Rd.  
Winter Garden, FL 34787

IN WITNESS WHEREOF, I have set my hand and seal this 31<sup>st</sup> day of January, 2006.

  
Pamela M. Robb

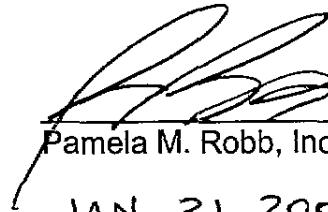


**CERTIFICATE OF DESIGNATION  
OF REGISTERED AGENT**

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 designation the registered office/ registered agent, in the state of Florida.

- 1. The name of the corporation is:  
FLORIDA QUARTER HORSE RACING ASSOCIATION, INC.
  
- 2. The name and address of the registered agent and office is:  
Pamela M. Robb  
1311 Winter Garden – Vineland Rd.  
Winter Garden, FL 34787

SIGNATURE:

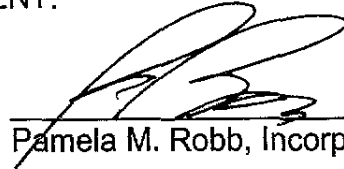
  
\_\_\_\_\_  
Pamela M. Robb, Incorporator

DATE:

JAN. 31, 2006

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:

  
\_\_\_\_\_  
Pamela M. Robb, Incorporator

DATE:

JAN. 31, 2006

REGISTERED AGENT FILING FEE \$35.00

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