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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2008 MAY 20 P 2:13

FILED

5-20-08
CNC

ADRIAN GABALDON

Attorney At Law

210 S. Main Street • P.O. Box 1303
Auburndale, Florida 33823
Phone (863) 967-3557 • Fax (863) 967-0755

May 9, 2008

Secretary of State
Division of Corporations
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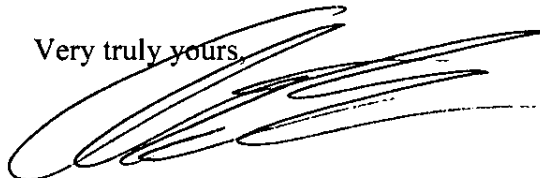
Re: HOPE EQUINE RESCUE, INC.

Gentlemen:

Enclosed are Articles of Incorporation for HOPE EQUINE RESCUE, INC. Also enclosed is a check in the amount of \$78.75 which represents the \$35.00 filing, \$35.00 registered agent fee and \$8.75 for a certified copy of the corporation.

I have also enclosed a self-addressed, stamped envelope for your convenience in returning a conformed copy to me.

Very truly yours,

A handwritten signature in black ink, appearing to read 'Adrian Gabaldon', with a large, sweeping initial 'A'.

Adrian Gabaldon

AG:bh

Encs.

ARTICLES OF INCORPORATION

OF

HOPE EQUINE RESCUE, INC.
A Florida Nonprofit Corporation

FILED
2008 MAY 20 P 2:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We, the undersigned, with other persons being desirous of forming a nonprofit corporation under the provisions of Chapter 617 of the Florida Statutes, do agree to the following:

ARTICLE I

The name of the corporation shall be:

HOPE EQUINE RESCUE, INC.

The address of the principal office of this corporation shall be 1200 Dixie Drive, Auburndale, Florida 33823; and the mailing address of the corporation shall be 1200 Dixie Drive, Auburndale, Florida 33823.

ARTICLE II

The general purpose of the business or businesses to be transacted by this corporation, together with and in addition to the authority and powers conferred by the laws of the State of Florida, is to rescue and medically treat horses.

ARTICLE III

The manner in which the directors are to be elected or appointed is stated in the By-laws.

ARTICLE IV

The initial registered office in the State of Florida is to be located at 1200 Dixie Drive, Auburndale, Florida 33823. The name of the initial registered agent of the corporation at that address is DANETTE HORTON.

ARTICLE V

The names and addresses of the incorporators of these Articles are:

Names	Addresses
Danette Horton	1200 Dixie Drive Auburndale, FL 33823
Wayne Elkins	1200 Dixie Drive Auburndale, FL 33823
Norma Horton	1200 Dixie Drive Auburndale, FL 33823

ARTICLE VI

This corporation is to exist perpetually.

ARTICLE VII

The officers of the corporation shall consist of a President, Vice President, and Secretary/Treasurer. Other officers may be provided for in the Bylaws. The names and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, of until their successor are elected or appointed are:

Title	Names	Addresses
President	Danette Horton	1200 Dixie Drive Auburndale, FL 33823
Vice President	Wayne Elkins	1200 Dixie Drive Auburndale, FL 33823
Secretary and Treasurer	Norma Horton	1200 Dixie Drive Auburndale, FL 33823

ARTICLE VIII

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have three (3) directors, initially. The names and addresses of the initial members of the Board of Directors are:

Names	Addresses
Danette Horton	1200 Dixie Drive Auburndale, FL 33823
Wayne Elkins	1200 Dixie Drive Auburndale, FL 33823
Norma Horton	1200 Dixie Drive Auburndale, FL 33823

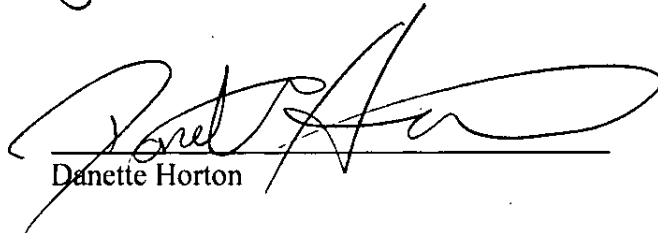
ARTICLE IX

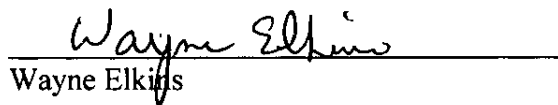
The corporation is organized, and shall be operated on a non-stock basis within the meaning of the "Florida Not For Profit Corporation Act."

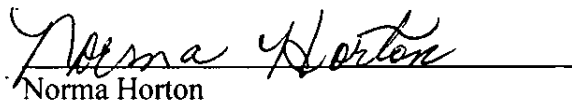
ARTICLE X

Upon dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of Section #501(c)(3) of the Internal Revenue Code, or corresponding section of any future Federal Tax Code, or shall be distributed to the federal government, or to a State or local government, for a public purpose

IN WITNESS WHEREOF, the undersigned have signed these Articles of Incorporation on this 8 day of May, 2008.


Danette Horton

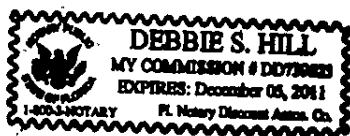

Wayne Elkins

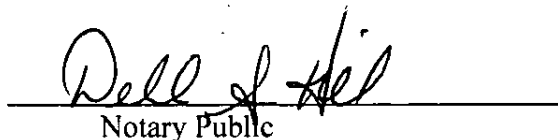

Norma Horton

STATE OF FLORIDA
COUNTY OF POLK

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State and County aforesaid to take acknowledgments, personally appeared **DANETTE HORTON, WAYNE ELKINS and NORMA HORTON**, to me known to be the persons described in and who produced Florida Drivers Licenses as identification and who did not take an oath and executed the foregoing Articles of Incorporation and acknowledged to and before me that they executed said instrument for the purposes therein expressed.

WITNESS our hands and seals on this 8th day of May, 2008.




Notary Public

**ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION**

That **HOPE EQUINE RESCUE, INC.**, desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation, has named **DANETTE HORTON** of 1200 Dixie Drive, Auburndale, Florida 33823, as its agent to accept service of process within this state.

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.



Danette Horton

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2000 MAY 20 P 2:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA