

NO 8000007226

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GRACE RIDES, INC

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COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Grace Rides, Inc.

DOCUMENT NUMBER: N08000007226

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Vicki Spray
(Name of Contact Person)

Hall & Runnels, P.A.
(Firm/ Company)

4399 Commons Dr. E., Suite 300
(Address)

Destin, FL 32541
(City/ State and Zip Code)

skhall@hrhlawfirm.com
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Vicki Spray at 850) 337-4600
(Name of Contact Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount made payable to the Florida Department of State:

☐ \$35 Filing Fee

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Certificate of Status

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Mailing Address
Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address
Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

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AMENDED AND RESTATED ARTICLES OF INCORPORATION
OF
GRACE RIDES, INC.
a Florida not-for-profit corporation

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SECRETARY OF STATE

ARTICLE I - NAME

The name of this Corporation is GRACE RIDES, INC.

ARTICLE II - ENABLING LAW

This Corporation is organized pursuant to the Corporations Not for Profit Law of the State of Florida, set forth in Part One of Chapter 617, Florida Statutes.

ARTICLE III - PURPOSE

(a) This Corporation is organized exclusively for charitable, religious, educational and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(C)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code. The fulfillment of these purposes will be through the operation of a program of service which utilizes, among other services, equine therapy and hippotherapy services to improve the lives of persons with need for physical, emotional and spiritual healing and care.

(b) This Corporation shall have and exercise all rights and powers conferred upon corporations under the laws of the State of Florida within the limits of purposes set out in subparagraph (a) of this article.

ARTICLE IV - TERM

This Corporation shall have a perpetual existence with its effective date being the date of filing of these Articles of Incorporation.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial principal office of this Corporation is 4399 Commons Drive East, Suite 300, Destin, Florida 32541 and the name of the initial

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registered agent and incorporator of this Corporation at that address is SHERRY G. HALL.

ARTICLE VI - MEMBERSHIP

The authorized number, qualifications, and manner of admission of members of this Corporation, the different classes of membership, if any, the property, voting and other rights and privileges of members, the liability of members for dues or assessments and the method of collection thereof, and the termination and transfer of membership shall be as set forth in the bylaws of this Corporation.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

(a) **Board of Directors.** The powers of this Corporation shall be exercised and its affairs conducted by a board of not less than three (3) directors initially. The number of directors may be changed by a bylaw duly adopted by the members entitled to vote. Directors shall be elected annually by a majority vote of the membership present at the annual meeting. The names and addresses of the initial directors of this Corporation who are to act in this capacity until their successors are selected are:

Sherry Grant Hall	110 Sunset Cove, Niceville, FL 32578
Dr. Michael Tallman	1417 N. Partin Drive North, Niceville, FL 32578
Dr. Thomas McKnight	436 Windswept Blvd., Freeport, FL 32439
Rev. Lisa Ausley	214 Partin Drive South, Niceville, FL 32578
Janice Hall, RN	1292 Laura Lane, Niceville, FL 32578
Patricia Hearne	1856 Bayshore Drive, Niceville FL 32578
Steven Hall	110 Sunset Cove, Niceville, FL 32578

(b) **Elective Officers.** The officers of this Corporation shall be a president and secretary/treasurer. The qualifications, the time and manner of electing, the duties of, the terms of office and the manner of removing officers shall be set forth in the bylaws.

The officers who are to serve until the first election of officers under these articles are:

Sherry G. Hall	-	President
Steven K. Hall	-	Secretary/Treasurer

ARTICLE VIII - INCOME FROM PUBLIC EVENTS

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If this Corporation holds any events in which members of the general public are invited to attend for a fee, the net proceeds, if any, attributable to such participation by non-members will be paid over to an organization which is exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code on an annual basis.

ARTICLE IX - BYLAWS

Bylaws will hereinafter be adopted at the first meeting of the board of directors. Such bylaws may be amended or repealed, in whole or in part by the directors as provided therein.

ARTICLE X - AMENDMENT OF ARTICLES

Amendments to these articles may be proposed by a resolution adopted by the board of directors and presented to a quorum of members for their vote. Amendments may be adopted by a vote of at least two-thirds of a quorum of members of the Corporation.

ARTICLE XI - INDEMNIFICATION

The Corporation shall indemnify any officer or director or any former officer or director, to the full extent permitted by law.

ARTICLE XII - DISSOLUTION

This Corporation shall be dissolved and its affairs wound up by a two-thirds vote of the voting members. In the event of dissolution, the property of the Corporation shall be distributed to a non-profit entity specified by the membership.

Upon Dissolution of this Corporation, the remaining assets, if any, will 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 state or local government, for a public purpose. Any such assets not disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the organization is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

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IN WITNESS WHEREOF, the undersigned incorporator has executed these
Articles of Incorporation this 17th day of June, 2009.


SHERRY G. HALL

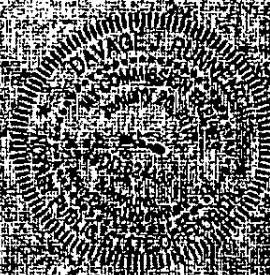
I, SHERRY G. HALL, hereby am familiar with and accept the duties and
responsibilities as registered agent for GRACE RIDES, INC.


SHERRY G. HALL

STATE OF FLORIDA
COUNTY OF OKALOOSA

Before me, a notary public authorized to take acknowledgements in the State and
County set forth above, personally appeared SHERRY G. HALL, who is personally known
to me and who signed these Articles of Incorporation of her own free will.

IN WITNESS WHEREOF, I have hereunto set my hand and seal in the State and
County aforesaid this 17th day of June, 2009.




NOTARY PUBLIC

My Commission Expires

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GRACE Rides, Inc.
Resolutions of Directors

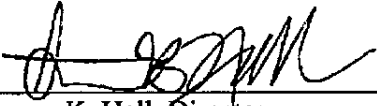
The undersigned, constituting a majority of active directors of GRACE Rides, Inc. (the "Corporation"), until the initial meeting of the expanded Board do hereby consent to the adoption of the following resolutions at a meeting duly convened on the date provided below:

RESOLVED, that the Articles of Incorporation of the Corporation be amended and restated in its entirety to include the changing of certain provisions relating to the purpose and termination of the Corporation and updating the names of the Directors to include those who have now agreed to serve on the Board for the 2009-2010 operating year.;

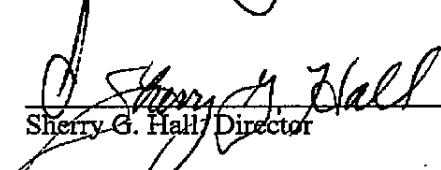
FURTHER RESOLVED, that the Amended and Restated Articles of Incorporation attached hereto are adopted as the Articles of Incorporation of the Corporation;

FURTHER RESOLVED, that the officers of the Corporation are hereby authorized and directed to execute and file the Amended and Restated Articles of Incorporation with the Florida Secretary of State along with the requisite filing fees,

THESE RESOLUTIONS were duly adopted effective the 20th day of June, 2009.



Steven K. Hall, Director



Sherry G. Hall, Director