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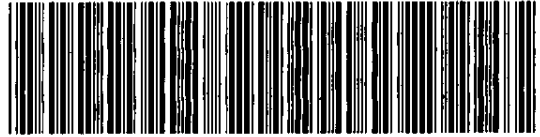
(Business Entity Name)

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10 FEB 17 PM 1:17  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

MRS  
2/18

## COVER LETTER

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

SUBJECT: SHN PAYBACK, INC  
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is 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

☐ \$78.75  
Filing Fee  
& Certified Copy

☐ \$87.50  
Filing Fee,  
Certified Copy  
& Certificate

**ADDITIONAL COPY REQUIRED**

FROM: LAURA WOOD  
Name (Printed or typed)

PO BOX 15096  
Address

BROOKSVILLE FL 34604  
City, State & Zip

(208) 382-6624 (352) 293-6626  
Daytime Telephone number

INFO@SHNPAYBACK.ORG  
E-mail address: (to be used for future annual report notification)

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

# ARTICLES OF INCORPORATION

In compliance with Chapter 617, F.S., (Not for Profit)

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TALLAHASSEE, FLORIDA

## ARTICLE I NAME

The name of the corporation shall be: **SHN PAYBACK, INC**

## ARTICLE II PRINCIPAL OFFICE

The principal street address and mailing address, if different is:

16350 Trails End Road  
Brooksville, FL 34604

PO Box 15096  
Brooksville, FL 34604

## ARTICLE III PURPOSE

The purpose for which the corporation is organized is:

To aid, promote and foster the preservation, perpetuation and use of Arabian bred horses in all Sport Horse activities. To Formulate publicity and educational programs and other activities in the interest of Arabian bred Sport Horses.

## ARTICLE IV MANNER OF ELECTION

The manner in which the directors are elected or appointed:

The number of directors of the corporation shall be fixed in the manner specified by the bylaws of the corporation. The initial Board of Directors shall consist of three (3) directors. The initial directors shall serve until the first annual meeting of the directors and until their successors are elected and qualified.

## ARTICLE V INITIAL DIRECTORS AND/OR OFFICERS

List names(s), address(es) and specific titles(s):

Laura Wood  
President/Director  
PO Box 15096  
Brooksville, FL 34604

Patience Prine-Carr  
Director  
15215 Serape CT  
Castroville, CA 95012

Nicole Kinsey  
Director  
245 Alki Rd  
Woodland, WA 98674

## ARTICLE VI INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address (PO Box NOT acceptable) of the registered agent is:

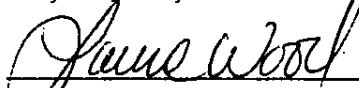
Laura Wood  
16350 Trails End Rd  
Brooksville, FL 34604

## ARTICLE VII INCORPORATOR

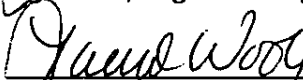
The name and address of the Incorporator is:

Laura Wood  
PO Box 15096  
Brooksville, FL 34604

.....  
Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

  
\_\_\_\_\_  
Signature/Registered Agent

15 January 2010  
\_\_\_\_\_  
Date

  
\_\_\_\_\_  
Signature/Incorporator

18 January 2010  
\_\_\_\_\_  
Date

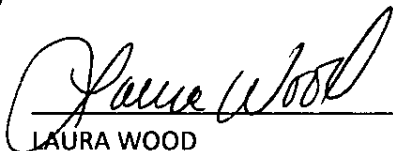
**ARTICLES OF INCORPORATION  
OF  
SHN PAYBACK, INC**

**FILED**  
10 FEB 17 PM 1:17  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

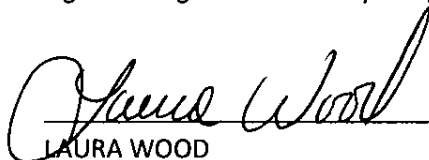
1. **NAME.** The name of the Corporation is SHN PAYBACK, INC.
2. **DURATION.** The Corporation has perpetual existence.
3. **PURPOSE.** The non-profit corporation is organized for the purpose of transacting any and all lawful business as an organization described in Section 501(c)5 of the Internal Revenue Code, as amended from time to time, and for which non-profit corporations may be incorporated in the State of Florida. More specifically, the purposes for which the corporation is formed include the following:
  - a. Aid, promote and foster the preservation and use of Arabian bred horses in all Sport Horse activities, and undertakings incidental to or designated to further or promote this objective.
  - b. Aid and encourage the breeding, exhibiting, and perpetuation of the Arabian, Anglo Arabian, and Half Arabian horse breeds for the participation in Sport Horse events, activities, and multiple Sport Horse Disciplines, including Dressage, Jumping, Hunters, Carriage Driving, In-Hand, Under Saddle, and endurance.
  - c. Promote, encourage and stimulate popular interest in the outstanding using qualities of the Arabian, Anglo Arabian, and Half Arabian as a Sport Horse.
  - d. Formulate publicity and educational programs and other activities in the interest of Arabian, Anglo Arabian, and Half Arabian horses.
  - e. Engage in any manner of business to raise funding for the purposes in paragraphs (a-d) above recited.
  - f. Receive donations, bequests, and devises of property, both real and personal.
4. **MEMBERS.** The corporation shall have no members.
5. **CONFLICT OF INTEREST.** No contracts or other transactions between the Corporation and any other Corporation shall in any way be affected or invalidated by the fact that any of the directors of the Corporation are pecuniarily or otherwise interested in, or are directors or officers of, such other corporation; and any director individually, or any firm of which any director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contracts or transactions of the Corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof.
6. **DIRECTORS.** The management of the affairs of the corporation shall be vested in a board of directors, except as otherwise provided in the Florida Statutes, these articles of incorporation or the bylaws of the corporation. The number of directors of the Corporation shall be fixed in the manner specified by the bylaws of the Corporation. The initial Board of Directors shall consist of three (3) directors. The initial directors shall serve until the first annual meeting of shareholders and until their successors are elected and qualified.
7. **NO BENEFITS TO DIRECTORS OR OFFICERS.** No part of the net earnings of the corporation shall inure to the benefit of or be distributable to its directors, officers or others, 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 3 hereof. No substantial part of the activities of the corporation shall be participation in, or intervention in (including the publishing or distribution of statements), any political campaign on behalf of any candidate for public office.

8. DISSOLUTION. Upon dissolution of the corporation, the corporation shall, after paying or making provision for the payment of all liabilities of the corporation, dispose of assets of the corporation exclusively to a successor organization or organizations having like purposes and which is an exempt organization pursuant to Section 501(c) of the Code. The organizations to receive such property shall be determined by the board of directors.
9. LIMIT OF LIABILITY. No director shall be personally liable to the corporation for monetary damages for breach of fiduciary duty as a director, except that the foregoing shall not eliminate or limit liability of a director to the corporation for monetary damages for the following: (a) any breach of the director's duty of loyalty to the corporation, (b) acts or omissions not in good faith or which involve intentional misconduct or knowing violation of law, (c) any transaction from which the director directly or indirectly derived an improper personal benefit. This provision shall not limit the rights of directors of the corporation for indemnification or other assistance from the corporation. This provision shall not restrict or otherwise diminish the provisions of no liability of directors except for wanton and willful acts or omissions. Any repeal or modification of this Article 9 shall be prospective only and shall not adversely affect any right or protection of a director of the corporation existing at the time of such repeal or modification.
10. INCORPORATOR. The name and address of the incorporator of the Corporation is Laura Wood, PO Box 15096, Brooksville, FL 34604.
11. REGISTERED AGENT. The address of the registered office of the Corporation is 16350 Trails End Rd Brooksville, FL 34604 and the name of the registered agent at that address is Laura Wood.
12. PRINCIPAL OFFICE. The initial principal office of the corporation is 16350 Trails End Road, Brooksville, FL 34604.
13. AMENDMENTS. The corporation reserves the right to amend, alter, change, or repeal any provisions contained in these articles of incorporation, in the manner now or hereafter prescribed by law, and all rights and powers conferred here in on directors are subject to this reserved power.

DATED THIS 3 day of January, 2010.

  
LAURA WOOD

I, LAURA WOOD, do hereby consent to serve as registered agent for SHN Payback, Inc.

  
LAURA WOOD

16350 Trails End Road  
Brooksville, FL 34604

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