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**FLORIDA PROFIT/NON PROFIT CORPORATION  
HAMILTON QUARTERHORSE BARREL RACING ASSOCIATION  
INC**

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**ARTICLES OF INCORPORATION  
OF  
HAMILTON QUARTERHORSE BARREL RACING ASSOCIATION, INC.**

The undersigned incorporator submits these Articles of Incorporation to the Department of State pursuant to § 617.1001, Fla. Stat., for the purpose of incorporating a not for profit corporation and hereby sets forth the following:

**ARTICLE 1  
NAME**

The name of the Corporation is Hamilton Quarterhorse Barrel Racing Association, Inc. (the "Corporation").

**ARTICLE 2  
PRINCIPAL OFFICE AND MAILING ADDRESS**

The current street address of the principal office and the mailing address of the Corporation is 1548 Lancaster Terrace, Jacksonville, Florida 32204.

**ARTICLE 3  
DURATION**

The existence of the Corporation shall be perpetual.

**ARTICLE 4  
PURPOSES**

The Corporation is a not for profit corporation organized and to be operated exclusively to promote quarterhorse barrel racing in Hamilton County, Florida, and to benefit its members involved in barrel racing.

**ARTICLE 5  
POWERS**

Subject to the restrictions and limitations set forth in Article 4, the Corporation shall have and may exercise all powers, rights and authorities as are now or may hereafter be granted to corporations not for profit under the laws of the State of Florida.

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## **ARTICLE 6**

### **MEMBERSHIP**

Section 6.1 Nonstock Basis. The Corporation is organized upon a nonstock basis and shall not issue shares of stock. Membership may, but need not, be evidenced by a certificate of membership.

Section 6.2 Member. The Corporation shall have such members that desire to fulfill the purposes of the Corporation.

## **ARTICLE 7**

### **BOARD OF DIRECTORS**

Section 7.1 Board of Directors. All corporate powers shall be exercised by or under the authority of, and the affairs of the Corporation shall be managed under the direction of, the Board of Directors, except as otherwise provided by law or in these Articles of Incorporation and the Bylaws of the Corporation.

Section 7.2 Number and Election. The number of directors constituting the Board of Directors may be increased from time to time in accordance with the Bylaws, but shall never be less than three (3). The directors shall be elected or appointed in such manner and to serve for such terms as shall be provided in the Bylaws of the Corporation.

## **ARTICLE 8**

### **INDEMNIFICATION**

Subject to the Bylaws of the Corporation, the Board of Directors is hereby specifically authorized to make provisions for indemnification of directors, officers, employees and agents to the full extent permitted by law.

## **ARTICLE 9**

### **BYLAWS**

Bylaws, not inconsistent with law or these Articles, for the administration of the affairs of the Corporation and the exercise of its corporate powers, shall be adopted and may be changed, amended or repealed by the Board of Directors.

## **ARTICLE 10**

### **AMENDMENTS**

These Articles of Incorporation may be amended only by a majority vote of the members of the Corporation.

**ARTICLE 11**  
**REGISTERED AGENT**

The name and post office address of the registered agent of the Corporation is:

Clarence F. Frazier  
1548 Lancaster Terrace  
Jacksonville, Florida 32209

**ARTICLE 12**  
**INCORPORATOR**

The name and post office address of the incorporator of the Corporation is:

Clarence F. Frazier  
1548 Lancaster Terrace  
Jacksonville, Florida 32209

The undersigned incorporator of the Corporation has executed these Articles of Incorporation this 3rd day of November, 2011.

  
\_\_\_\_\_  
**CLARENCE F. FRAZIER**

**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 617.0501, FLORIDA STATUTES, THE UNDERSIGNED NOT FOR PROFIT CORPORATION SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the corporation is Hamilton Quarterhorse Barrel Racing Association, Inc.
2. The name and the Florida street address of the registered agent are:

Clarence F. Frazier  
1548 Lancaster Terrace  
Jacksonville, Florida 32204

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 obligations of my position as registered agent as provided for in Chapter 617, Florida Statutes.

  
\_\_\_\_\_  
CLARENCE F. FRAZIER  
Incorporator and Registered Agent

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