

N990000001741

March 12, 1999

Florida Department of State
409 East Gaines Street
Tallahassee, Florida 32314

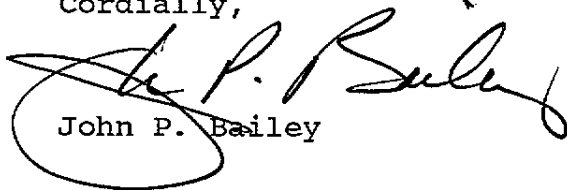
000002806840--1
-03/15/99--01155--012
****122.50 *****78.75

To Whom It May Concern:

Please find enclosed Articles of Incorporation of SUNCOAST TRAILBLAZERS, INC. and a check for \$122.50 (\$35.00 filing fee, \$87.50 for a certified copy) made payable to the Florida Department of State. We are anxious to get started with our therapeutic riding program and will call to obtain the effective date of our corporation. Please return one (1) certified copy to: John P. Bailey, SUNCOAST TRAILBLAZERS, INC., 6727 1st Avenue South, Suite 202, St. Petersburg, Florida 33707.

If any additional documentation is required please call me at 727-381-0707 or fax me at 727-347-7134. Thank you for your time and cooperation.

Cordially,


John P. Bailey

FILED
99 MAR 15 AM 9:35
TALLAHASSEE, FLORIDA

Louann GAVE
AUTHORIZATION BY PHONE TO
DIRECT Corp. name on RA page
DATE 3/22/99
LOG. EXAM BB

B. BROCK MAR 22 1999

ARTICLES OF INCORPORATION
OF
SUNCOAST TRAILBLAZERS, INC.

FILED
99 MAR 15 AM 9:35
STATE
TALLAHASSEE, FLORIDA

ARTICLE I. NAME

The name of the corporation is SUNCOAST TRAILBLAZERS, INC.

ARTICLE II. PURPOSE

The general nature of the objective and purposes of this corporation shall be:

A. The corporation is organized exclusively for charitable, recreational and therapeutic horse back riding, and educational 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 of 1986. Hereinafter referred to as "the Code".)

B. To acquire by gift or purchase, hold, sell, convey, assign, mortgage or lease any property, real or personal, for said charitable purpose as the Board of Directors in their discretion may determine.

C. To borrow money and to issue evidence in the furtherance of any and all of the objects of its business, and to secure loans by mortgage, pledge, deed of trust or other lien.

D. To engage in any kind of activity and to enter into, perform and carry out contracts of any kind necessary or in connection with or incidental to the accomplishment of any one or more of the non-profit purposes of the corporation.

ARTICLE III. QUALIFICATION OF MEMBERS

The membership of this corporation shall constitute all persons hereinafter named as incorporators and such other persons as from time to time hereafter may become members in the manner provided by the bylaws.

ARTICLE IV. TERM OF EXISTENCE

The corporation is to exist perpetually.

ARTICLE V. SUBSCRIBERS

The names and addresses of the incorporators to these articles are:

Therese M. Christian

6199 94th Avenue North
Pinellas Park, FL 33782

John P. Bailey

7012 Greenbrier Drive
Seminole, FL 33777

ARTICLE VI. OFFICERS

Section 1. The officers of the corporation shall be a President, a Vice President, a Secretary, a Treasurer, and such other officers as may be provided in the bylaws.

Section 2. The names of the persons who are to serve as officers of the corporation until the first meeting of the Board of Directors and their residences are:

Therese M. Christian

President

6199 94th Avenue North
Pinellas Park, FL 33782

John P. Bailey

Vice-President,
Secretary and
Treasurer

7012 Greenbrier Drive
Seminole, FL 33777

ARTICLE VII. BOARD OF DIRECTORS

Section 1. The business affairs of this corporation shall be managed by the Board of Directors. This corporation shall have three (3) Directors initially. The number of Directors may be increased from time to time by the bylaws, but shall never be less than three (3) or more than ten (10).

Section 2. Members of the Board of Directors shall be elected and hold office for a period of one (1) year in accordance with the bylaws.

Section 3. The names and residences of the persons who are to serve as Directors for the ensuing year or until the first meeting of the corporation are:

Therese M. Christian	6199 94th Avenue North Pinellas Park, FL 33782
John P. Bailey	7012 Greenbrier Drive Seminole, FL 33777
Kim Goddard	7497 Watersilk Drive Pinellas Park, FL 33782

ARTICLE VIII. BYLAWS

Section 1. The Board of Directors of this corporation may provide such bylaws for the conduct of its business and the carrying out of its purposes, as they may deem necessary, from time to time.

Section 2. Upon proper notice, the bylaws may be amended, altered rescinded by a majority vote of those members of the Board of Directors present at any regular meeting or any special meeting called for that purpose.

ARTICLE IX. AMENDMENTS

Section 1. Articles of Incorporation may be amended at a special meeting of the membership for that purpose of two-thirds (2/3rd) vote of those present.

Section 2. Amendments may also be made at a regular meeting of the membership upon notice given as provided by the bylaws of intention to submit such amendments.

ARTICLE X. LOCATION AND PRINCIPAL OFFICE

The location of this corporation shall be Pinellas County, Florida, and the principal office address shall be 6727 First Avenue South, Suite 202, St. Petersburg, FL 33707.

ARTICLE XI. DISTRIBUTION OF ASSETS UPON DISSOLUTION

Section 1. No part of the net earnings of the corporation shall inure to the benefit of or be distributable to its members, directors, officers or other private individuals, but 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 II hereof. It is intended that this corporation shall have and continue to have the status of a corporation which is exempt from federal taxation under Section 501(a) of the Code, and as an organization described in Section 501(c) (3). These articles shall be construed accordingly, and all powers and activities hereunder shall be limited accordingly.

Section 2. Notwithstanding anything to the contrary hereinbefore contained, the corporation shall distribute its income for each taxable year at such time and in such manner as not to

subject the corporation to tax under Section 4942 of said Code; and the corporation shall not engage in any self-dealing (as defined in Section 4941(d) of said Code), retain any excess business holdings (as defined in Section 4943(c) of said Code), make any investments in such manner as to subject the corporation to tax under Section 4944 of said Code, or make any taxable expenditures (as defined in Section 4945(d) of said Code).

Section 3. Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provisions for the payment of all of the liabilities of the corporation, distribute all of the assets of the corporation exclusively for charitable purposes to such "qualified" organizations as the Board of Directors shall determine. An organization shall be deemed to be a "qualified" organization for purposes of this Article Eleventh only if at the time of the distribution of such assets it is operated exclusively for the purposes described in Sections 170(c) (2) (B) and 501(c) (3) of the Code.

Section 4. The affirmative vote of two-thirds (2/3rd) of the whole number of members then serving shall be required to adopt or approve the following actions:

- (A) Liquidation or dissolution of the corporation;
- (B) Merger, consolidation or transfer of substantially all the assets of the corporation; and
- (C) Repeal, modification, amendment, in whole or in part, or addition to the Articles of Incorporation or adoption of new Articles of Incorporation.

Section 5. Any reference in these Articles to a section of

the Internal Revenue Code shall be interpreted to include a reference to the corresponding provisions of any applicable future United States Internal Revenue Law.

ARTICLE XII. RESIDENT AGENT

The resident agent of this corporation initially, and his/her address, is as follows: John P. Bailey,
6727 First Avenue South, Suite 202
Dated: 3/11/99 St. Petersburg, FL 33707

Therese M. Christian
THERESE M. CHRISTIAN
John P. Bailey
JOHN P. BAILEY

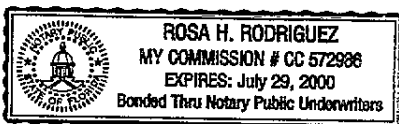
STATE OF FLORIDA
COUNTY OF PINELLAS

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared THERESE M. CHRISTIAN, known to me or who has produced a drivers license as identification, who did take an oath and known by me to be the person who executed the foregoing Articles of Incorporation, and she acknowledges before me that she has executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 11th day of March, 1999.

Rosa H. Rodriguez
NOTARY PUBLIC

My Commission Expires:



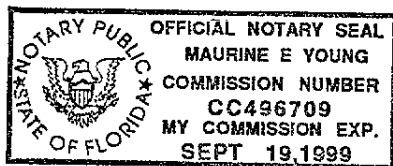
STATE OF FLORIDA
COUNTY OF PINELLAS

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared JOHN P. BAILEY, known to me or who has produced a drivers license as identification, who did take an oath and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledges before me that he has executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 12th day of March, 1999.


Maurine E. Young
NOTARY PUBLIC MAURINE E. YOUNG

My Commission Expires:



ACCEPTANCE OF DESIGNATION AS RESIDENT AGENT

The undersigned, having been named to accept service of process for SUNCOAST TRAILBLAZERS, INC., _____, at the place designated in the Articles of Incorporation of said corporation, hereby agrees to act in this capacity, and agrees to comply with the provisions of said Act relative to keeping open said office.


JOHN P. BAILEY

FILED
99 MAR 15 AM 9:35
TALLAHASSEE, FLORIDA