

N99000002471

PALM BEACH COUNTY EQUESTRIAN COMMISSION, INC.

April 16, 1999

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-04/19/99-01073-009
*****78.75 *****78.75

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

Re: Non-profit Incorporation

Dear Sir/Madam:

I am enclosing the original and one copy of Articles of Incorporation to create the above non-profit corporation, along with a check in the amount of \$78.75 for the filing fee and one certified copy. Please send the certified copy to me at the following address:

134 Satinwood Lane
Palm Beach Gardens, FL 33410

Thank you for your assistance.

Sincerely,



David W. Clark

FILED
99 APR 19 AM 11:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

B. BROCK APR 21 1999

ARTICLES OF INCORPORATION
OF
PALM BEACH COUNTY EQUESTRIAN COMMISSION, INC.

The undersigned, being an individual, does hereby act as incorporator in adopting the following Articles of Incorporation for the purpose of organizing a corporation not for profit, pursuant to the provisions of the Florida Not for Profit Corporation Act.

ARTICLE I

NAME

The name of the corporation (hereinafter called the "Corporation") is

PALM BEACH COUNTY EQUESTRIAN COMMISSION, INC.

ARTICLE II

PRINCIPAL OFFICE

The street address of the principal office of the Corporation is:

134 Satinwood Lane
Palm Beach Gardens, FL 33410

ARTICLE III

PURPOSE

The Corporation is organized for the purposes of identifying and implementing methods to sustain, develop and enhance the equine industry in Palm Beach County, Florida educating the public and disseminating information regarding the equine industry in Palm Beach County, Florida, and transacting any and all business as permitted under the laws of the United States of America and the State of Florida, more particularly under Chapter 617, Florida Statutes.

Notwithstanding any other provisions for these Articles of Incorporation, the Corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from federal income tax under Section 501(c)(6) of the Internal Revenue Code of 1986 (or the corresponding provisions of any future United States Internal Revenue Law).

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ARTICLE IV

BOARD OF DIRECTORS

The Corporation initially shall be managed by a Board of Directors ("Board") consisting of no less than five (5) nor more than thirty-nine (39) directors. The number of directors may be fixed from time to time within this range pursuant to the By-Laws. Directors shall be elected in accordance with the By-Laws. The Board may appoint an Executive Committee to supervise the day-to-day operations of the Corporation. It may also appoint an Advisory Committee and certain other committees, in each case in accordance with the By-Laws. One-third of the authorized number of directors determined pursuant to the By-Laws shall constitute a quorum at any meeting of the Board.

ARTICLE V

MEMBERS

This Corporation shall have members. The class or classes of members and the qualifications and rights of each shall be established in the By-Laws. Membership dues shall be established by the Board.

ARTICLE VI

OFFICERS

The Board of Directors shall elect the Officers, all of whom shall be directors. The Officers shall consist of a President, a Vice President, a Secretary, an Assistant Secretary and a Treasurer. An additional Assistant Secretary and an Assistant Treasurer who are not directors may be appointed by the Board. An Executive Director may also be appointed by the Board of Directors to manage the day-to-day operations of the Corporation, in accordance with the By-Laws.

ARTICLE VII

INITIAL REGISTERED AGENT AND STREET ADDRESS

The street address of the initial registered office of this not for profit corporation is 134 Satinwood Lane, Palm Beach Gardens, Florida 33410 and the name of the initial registered agent of this Corporation at that address is David Clark.

The written acceptance of the said initial registered agent, as required by the provisions of Section 607.0501(3) of the Florida Business Corporation Act, is set forth following the signature of the incorporator and is made a part of these Articles of Incorporation.

ARTICLE VIII

INCORPORATOR

The name and the mailing address of the incorporator is as follows:

NAME

David W. Clark

MAILING ADDRESS

134 Satinwood Lane
Palm Beach Gardens, Florida 33410

ARTICLE IX

LIABILITY

None of the Directors, Officers or Members of this Corporation shall be personally liable for its debts, liabilities or obligations.

ARTICLE X

DISSOLUTION

Upon the dissolution of the Corporation, the Board of Directors shall, after paying or making provisions for the payment of all the liabilities of the Corporation, dispose of all of the assets of the Corporation exclusively for the purposes of the Corporation in such manner, or to such organization or organizations organized and operated exclusively for such purposes as shall at the time qualify it as an exempt organization or organizations under Section 501(c)(6) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by a court of general jurisdiction in the county in which the principal office of the Corporation 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.

ARTICLE VIII

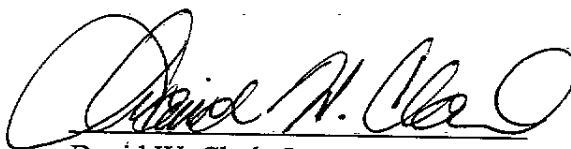
MISCELLANEOUS

The duration of the Corporation shall be perpetual.

This Corporation is organized on a non-stock basis.

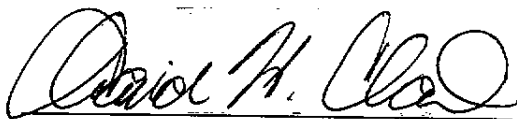
No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its Directors, Officers, or their private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes as set forth in Article III hereof.

The corporate existence of the Corporation shall begin upon the date of filing of these Articles of Incorporation.



David W. Clark, Incorporator

Having been named as Registered Agent and to accept service of process for the above-named Corporation at the place designated in these Articles of Incorporation, 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.



Registered Agent

APRIL 16, 1999

Date

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TALLAHASSEE, FLORIDA