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THE UNITED STATES **CORPORATION** ACCOUNT NO. : 072100000032 REFERENCE: 633894 COST LIMIT : \$ 70.00 ORDER DATE : March 22, 2000 100003180771--1 ORDER TIME : 12:14 PM ORDER NO. : 633894-005 CUSTOMER NO: 5011958 CUSTOMER: Debbie Hanley, Corp Spec. GREENSPOON MARDER HIRSCHFELD GREENSPOON MARDER HIRSCHFELD 135 West Central Blyd Ste 1100 South Trust Bank Building Orlando, FL 32801 DOMESTIC FILING RISING STAR QUARTER HORSES, NAME: INC. EFFECTIVE DATE: XX ARTICLES OF INCORPORATION CERTIFICATE OF LIMITED PARTNERSHIP PLEASE RETURN THE FOLLOWING AS PROOF OF FILING: CERTIFIED COPY PLAIN STAMPED COPY CERTIFICATE OF GOOD STANDING CONTACT PERSON: Janine Lazzarini EXAMINER'S INITIALS:

ARTICLES OF INCORPORATION OF RISING STAR QUARTER HORSES, INC.

SECRETARY OF STATE DIVISION OF CORPORATIONS

00 MAR 22 PM 3:31

The undersigned, acting as the sole incorporator, desiring to form a corporation for profit pursuant to the Florida Business Corporation Act, adopts the following Articles of Incorporation:

ARTICLE I - NAME OF CORPORATION

The name of the corporation shall be Rising Star Quarter Horses, Inc.

ARTICLE II - PRINCIPAL OFFICE

The principal office and mailing address for the corporation is at 890 MacGregor Road, Deland, Florida 32720.

ARTICLE III - TERM OF EXISTENCE

The corporation shall begin its corporate existence as of the filing of these Articles of Incorporation and shall exist perpetually.

ARTICLE IV - PURPOSES

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE V - CAPITAL STOCK

The corporation is authorized to issue and have outstanding One Hundred (100) shares of common stock having a par value of One Dollar (\$1.00) per share.

ARTICLE VI - INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of the corporation in the state of Florida is Greenspoon, Marder, Hirschfeld, Rafkin, Ross & Berger, P.A, 135 West Central Boulevard, Suite 1100, Orlando, Florida 32801. The name of the initial registered agent of the corporation at such address is N. Dwayne Gray, Jr.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

The corporation shall have one (1) director initially. The number of directors may increase from time to time as provided in the Bylaws of the corporation, but shall never be less than one (1). The name and address of the initial director is:

Name

Address

Jill A. Smith

890 MacGregor Road Deland, Florida 32720

ARTICLE VIII - INCORPORATOR

The name and street address of the incorporator of the corporation is:

Name

<u>Address</u>

N. Dwayne Gray, Jr.

135 West Central Boulevard Suite 1100 Orlando, Florida 32801

ARTICLE IX - AMENDMENT TO ARTICLES

These Articles of Incorporation may be amended in any manner permitted by law.

ARTICLE X - INDEMNIFICATION

The corporation shall indemnify its directors, officers, employees, and agents to the full extent permitted by the Florida Business Corporation Act, from time to time.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 21st day of March, 2000.

N. Dwayne Gray, Ir.

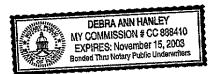
("Incorporator")

STATE OF FLORIDA

) S.S.:

COUNTY OF ORANGE

The foregoing instrument was acknowledged before me, an officer duly authorized in the State and County aforesaid, to take acknowledgments, this 21st day of March, 2000, by N. Dwayne Gray, Jr., who is personally known to me.



NOTARY PUBLIC
Debra Ann Hanley

My Commission expires: 11/15/03

ACCEPTANCE BY REGISTERED AGENT

The undersigned, N. Dwayne Gray, Jr., as registered agent appointed in accordance with the foregoing Articles of Incorporation, does hereby accept such appointment, and does hereby state that he is familiar with, and accepts, the obligations imposed pursuant to the Florida Business Corporation Act.

N. Dwayne Gray, Jr.

("Registered Agent")

DIVISION OF CORPORATIONS