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GARY L. BUTLER

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May 2, 2000

Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

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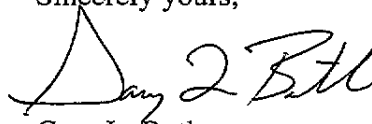
RE: National Horseman's Trader, Inc.

Dear Sir or Madam:

Enclosed is the original Articles of Incorporation for National Horseman's Trader, Inc., a for-profit Florida corporation. Also enclosed is a check for \$78.75 to cover the filing fee, the designation of the registered agent, and a certified copy of the filed Articles. Please return the certified copy to the address listed above.

If you have any questions concerning this matter, please contact me.

Sincerely yours,


Gary L. Butler

Enclosure

Cc: Ms. Sherrie S. Wentworth

FILED
00 MAY -4 PM 12:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T. Burch MAY 8 2000

NHT/Correspondence/LT Div. Corp.

ARTICLES OF INCORPORATION
OF
NATIONAL HORSEMAN'S TRADER, INC.
A Florida Corporation

FILED
00 MAY -4 PM 12:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE 1

NAME

The name of the corporation is National Horseman's Trader, Inc.

ARTICLE 2

DURATION

The duration of this corporation is perpetual. The date and time of commencement of corporate existence is the time of filing of the articles of incorporation by the Department of State of the State of Florida.

ARTICLE 3

GENERAL PURPOSES

The general purposes for which this corporation is initially organized are to engage in any or all lawful business for which corporations may be incorporated under Florida law.

ARTICLE 4

SHARES

The aggregate number of shares which the corporation shall have authority to issue is One Million (1,000,000) shares of common voting stock having a par value of \$0.01 per share.

ARTICLE 5

PRINCIPAL OFFICE AND REGISTERED AGENT

The street address of the principal office of the corporation is 1396-5E Dunlawton Avenue, Port Orange, FL. The mailing address of the principal office of the corporation is Post Office Box 291097, Port Orange, FL 32129-1097. The name and address of the initial registered agent of the corporation is Gary L. Butler, 79 Woodview Drive, Port Orange, FL 32119.

ARTICLE 6

DIRECTORS

The number of directors constituting the initial board of directors is one (1) and the name and address of each person who is to serve as a member are as follows:

Sherrie S. Wentworth
1396-5E Dunlawton Avenue
Port Orange, FL

The number of directors may be changed from time to time in accordance with the bylaws of the corporation.

ARTICLE 7

INCORPORATOR

The name and address of the initial incorporator of this corporation is:

Sherrie S. Wentworth
1396-5E Dunlawton Avenue
Port Orange, FL

IN WITNESS WHEREOF, the undersigned incorporator does hereby execute and
acknowledge these articles this 1 day of ^{MAY 11 S.W.} April, 2000.

Sherrie Wentworth
SHERRIE S. WENTWORTH

STATE OF FLORIDA
COUNTY OF VOLUSIA

The foregoing instrument was acknowledged before me this 1 day of ^{MAY 11 S.W.} April, 2000, by Sherrie S. Wentworth, who is personally known to me or has produced SHERRIE S. WENTWORTH as identification.

NOTARY PUBLIC:

Sign: Karen Roblenski
Print: Karen Roblenski

State of Florida At Large
(Seal)

My commission expires: _____

Title/Rank: _____

Commission Number: _____



CERTIFICATE DESIGNATING REGISTERED
AGENT AND STREET ADDRESS
FOR SERVICE OF PROCESS

Pursuant to Section 48.091, Florida Statutes, National Horseman's Trader, Inc., hereby designates Gary L. Butler as its registered agent and 79 Woodview Drive, Port Orange, FL 32119, as the street address of its registered office for service of process within the State of Florida.

NATIONAL HORSEMAN'S TRADER, INC.

BY: Sherrie S. Wentworth
Sherrie S. Wentworth, as its Incorporator

ACCEPTANCE OF DESIGNATION

I hereby accept the foregoing designation as the registered agent of National Horseman's Trader, Inc. for service of process within the State of Florida.

Gary L. Butler
GARY L. BUTLER

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA