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FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

December 8, 2000

Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

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-12/11/00--01140--005
*****70.00 *****70.00

Re: Articles of Incorporation - Dimar Farms, Inc.

Dear Sir/Madam:

Enclosed herein please find the Articles of Incorporation for Dimar Farms, Inc. along with a check in the amount of \$70.00 to cover the filing fee for the same. In the event you have any questions, please feel free to contact me at 352-567-9011, or by fax at 352-567-9015.

Sincerely yours,



Karla S. Owens, Esquire

KSO:tb

Enclosures

F. CHESST

DEC 15 2000

**ARTICLES OF INCORPORATION
OF
DIMAR FARMS, INC.**

In compliance with the requirements of F.S. Chapter 607, the undersigned, being a natural person, hereby acts as an incorporator in adopting and filing the following articles of incorporation for the purpose of organizing a business corporation.

**ARTICLE I
Name**

The name of this corporation is Dimar Farms, Inc.

**ARTICLE II
Term of Existence**

The existence of the corporation shall be perpetual.

**ARTICLE III
Address**

The street address of the principal office of the corporation is 17495 Squirrel Prairie Road, Spring Hill, Florida, 34604. The Board of Directors may from time to time move the principal office to any other address in Florida and may establish branch and other offices within or without the state of Florida.

**ARTICLE IV
Capital Stock**

The maximum number of shares this corporation is authorized to issue is 100, par value \$1.00 per share, all of which shall be common shares. All common shares shall be identical with each other in every respect and the holders of common shares shall be entitled to one vote for each share on all matters on which shareholders have the right to vote. There is no preferred stock.

**ARTICLE V
Registered Agent**

The initial street address of the corporation's registered office is 17495 Squirrel Prairie Road, Spring Hill, Florida, 34604. The initial registered agent for the corporation at that address is Dianne W. Morris.

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ARTICLE VI
Incorporators

The names and street addresses of the persons signing the Articles of Incorporation as incorporators, the number of shares of stock said persons agree to take, and the value of the consideration therefore are:

<u>Name</u>	<u>Shares</u>	<u>Address</u>
Dianne W. Morris	500	17495 Squirrel Prairie Road Spring Hill, Florida 34604
James M. Morris	500	same

ARTICLE VII
Purpose

The general nature of the business to be transacted by the corporation is:

(a) To engage in every phase and aspect of the business of providing equine training, boarding, and breeding services and facilities.

(b) To invest the funds of the corporation in real estate, mortgages, stocks, bonds, or any other type of investment, and to purchase, own or rent real and personal property including horses and equipment necessary for providing equine training, boarding and breeding services and facilities.

(c) To do everything necessary and proper for the accomplishment of any of the purposes enumerated in these Articles of Incorporation or any amendment thereof, necessary or incidental to the protection and benefit of the corporation, and in general, either alone or in association with other corporations or individuals, to carry on any lawful pursuit necessary or incidental to the accomplishment of the purposes or the furtherance of such purposes of the Corporation.

It is hereby expressly provided that the foregoing enumeration of specific purposes shall not be held to limit or restrict in any manner, the purposes of the Corporation otherwise permitted by law.

ARTICLE VIII
Directors

The business of the Corporation shall be managed by its Board of Directors. The number of directors constituting the entire Board shall not be less than one; and subject to such minimum, may be increased or decreased from time to time by amendment of the By-laws in a manner not prohibited by law. Until so changed, the number shall be two.

ARTICLE IX
Initial Directors

The names and street addresses of the members of the first Board of Directors are;

<u>Name</u>	<u>Address</u>
Dianne W. Morris	17495 Squirrel Prairie Road Spring Hill, FL 34604
James M. Morris	Same

ARTICLE X
Additional Corporate Powers

In furtherance and not in limitation of the general powers conferred by the laws of the State of Florida and of the purposes hereinabove stated, the Corporation shall have all the following powers:

(a) To enter into, or become a partner in, any arrangements for sharing profits, union of interest, or cooperation, joint venture, or otherwise, with any person, firm, or corporation for the purpose of carrying on any business which the corporation has the direct or incidental authority to pursue.

(b) To enter into, for the benefit of its employers, one or more of the following: (i) a pension plan, (ii) a profit-sharing plan; (iii) a stock bonus plan; (iv) a thrift and savings plan, (v) a restricted stock option plans, or (vi) other retirement or incentive cooperation plans.

ARTICLE XI
Amendment

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting by a majority of the stock entitled to vote therein, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these articles of incorporation be made.

IN WITNESS WHEREOF, the undersigned Incorporators have hereunto set their hands this 21 day of November, 2000, for the purpose for forming this corporation under the laws of the State of Florida, and hereby make and file this Certificate of Incorporation in the office of the Secretary of State and certify that the facts therein are true.

Anna Maria Sacco
Witness

Dianne W. Morris
Dianne W. Morris

Brucella K. Lueda
Witness

Lillian Tambasco
Witness

Isabel R. Ruidia
Witness

James M. Morris
James M. Morris

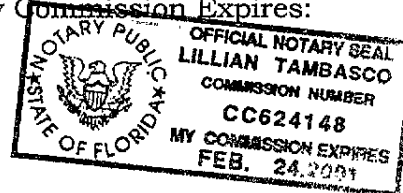
STATE OF FLORIDA
COUNTY OF PASCO

I HEREBY CERTIFY that on this day, before me, an officer duly authorized to administer oaths and take acknowledgements, personally appeared DIANNE W. MORRIS and JAMES M. MORRIS, as Incorporators, known to me to be the persons described in and who executed the foregoing instrument, who acknowledged before me that they executed the same, that they are personally known to me or I relied upon the following forms of identification of the above-named persons:

DIANNE W. MORRIS AND JAMES M. MORRIS

WITNESS my hand and seal this 21 day of November, 2000.

By: Lillian Tambasco
Notary Public
My Commission Expires:



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

PURSUANT TO THE PROVISIONS OF SECTION 617/607 FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is:

Dimar Farms, Inc.
(must include suffix)

2. The name and address of the registered agent and office is:

Dianne W. Morris

(NAME)

17495 Squirrel Prairie Road

(P.O. Box or Mail Drop Box NOT ACCEPTABLE)

Spring Hill, FL 34604

(CITY/STATE/ZIP)

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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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.

Dianne W. Morris
(SIGNATURE)

12/8/00
(DATE)