

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

P010000014141

Walden Farm Paseo
Finas, Inc.

600003655676--3

-02/07/01--01022--002

*****78.75 *****78.75

- ✓ Art of Inc. File _____
- ____ LTD Partnership File _____
- ____ Foreign Corp. File _____
- ____ L.C. File _____
- ____ Fictitious Name File _____
- ____ Trade/Service Mark _____
- ____ Merger File _____
- ____ Art. of Amend. File _____
- ____ RA Resignation _____
- ____ Dissolution / Withdrawal _____
- ____ Annual Report / Reinstatement _____
- ✓ Cert. Copy _____
- ____ Photo Copy _____
- ____ Certificate of Good Standing _____
- ____ Certificate of Status _____
- ____ Certificate of Fictitious Name _____
- ____ Corp Record Search _____
- ____ Officer Search _____
- ____ Fictitious Search _____
- ____ Fictitious Owner Search _____
- ____ Vehicle Search _____
- ____ Driving Record _____
- ____ UCC 1 or 3 File _____
- ____ UCC 11 Search _____
- ____ UCC 11 Retrieval _____
- ____ Courier _____

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

01 FEB -7 PM 1:05

APPROVED
AND
FILED

DIVISION OF CORPORATION
01 FEB -7 PM 11:38

Signature _____

Requested by _____

Name _____

Date _____

Time _____

8 Walk-In _____

Will Pick Up _____

ARTICLES OF INCORPORATION

OF

WALDEN FARM PASO FINOS, INC.

THE UNDERSIGNED HEREBY MAKE, SUBSCRIBE, ACKNOWLEDGE AND FILE
THIS CERTIFICATE FOR THE PURPOSE OF BECOMING A CORPORATION UNDER
THE LAWS OF THE STATE OF FLORIDA.

ARTICLE I: NAME

The name of this corporation is: **WALDEN FARM PASO FINOS, INC.**

01 FEB -7 PM 1:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED

ARTICLE II: PURPOSE

The purpose of this corporation is for breeding and training registered Paso Fino
horses and the growing of timber. This corporation may engage in any activity or business
permitted under the laws of the United States and of the State of Florida.

ARTICLE III: CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is 1000 Shares of Stock of common stock of One Dollar and NO/100 (\$1.00) Dollars per share par value.

ARTICLE IV: DURATION

This corporation is to exist perpetually.

ARTICLE V: PRINCIPAL OFFICE AND REGISTERED AGENT

The principal office of the corporation shall be located at 811-B Cypress Village Boulevard, Ruskin, Florida.

The name and street address of the initial registered agent of the corporation in the State of Florida is:

**V. Jean Owens
811-B Cypress Village Boulevard
Ruskin, Florida 33573**

The Board of Directors may, from time to time, appoint a substitute registered agent and move the registered office or the principal office, or both, to any other address in the State of Florida.

ARTICLE VI: INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) or more director(s) as provided by the By-Laws. Initially, this corporation shall have one (1) Director, the name of who is as follows:

<u>NAME</u>	<u>ADDRESS</u>
LORI BROOKS	Rt. 3, Box 846 Bonifay, Florida 32425
V. JEAN OWENS	811-B Cypress Village Boulevard Ruskin, Florida 33573

ARTICLE VII: OFFICERS

The names and addresses of the officers of this corporation are as follows:

<u>NAME AND OFFICE</u>	<u>ADDRESS</u>
LORI BROOKS - President	Rt. 3, Box 846 Bonifay, Florida 32425
V. JEAN OWENS - Secretary/Treasurer	811-B Cypress Boulevard Ruskin, Florida 33573

ARTICLE VIII: COMMENCEMENT OF CORPORATE EXISTENCE

The existence of this corporation shall commence upon filing with the Secretary of State's office.

ARTICLE IX: INDEMNIFICATION

The corporation shall indemnify all directors and officers, whether or not then in office, who are or become a party, or are threatened to be made a party, to any threatened, pending or completed action, suit or proceedings, whether civil, criminal, administrative or investigative by reason of the fact that such person is or was a director or officer, or is or was serving at the request of the corporation as an officer or director against expenses (including attorneys' fees, including hourly charges for paralegals and other staff members operating under the supervision of an attorney, whether at trial or appeal), judgments, fines and amounts paid in settlement actually and reasonably incurred by such person in connection with such action, suit or proceeding, including any appeal thereof; provided, however, that there shall be no indemnification against gross negligence or willful misconduct.

ARTICLE X: BY-LAWS

The initial By-Laws shall be adopted by the Board of Directors. The power to alter, amend or repeal the By-Laws or adopt new By-Laws is vested in the Board of Directors, subject to repeal or change by action of the shareholders.

ARTICLE XI: AMENDMENT

The right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, is reserved to the Board of Directors and the Shareholders as specified under the laws of Florida.

ARTICLE XII: INCORPORATORS

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

NAME:

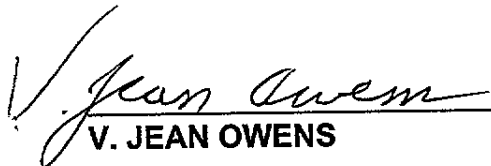
ADDRESS

V. JEAN OWENS

**811-B Cypress Village Boulevard
Ruskin, Florida 33573**

IN WITNESS WHEREOF, these Articles of Incorporation have been signed, as
Incorporator, by: **V. JEAN OWENS .**

Dated this 29 day of January, 2001.


V. JEAN OWENS

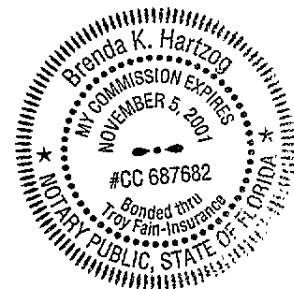
STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this 29 day of January, 2001, by **V. JEAN OWENS**, who is personally known to me who is personally known to me or who has produced a Drivers License as identification.

Brenda K. Hartzog

Printed Name:
Notary Public
My Commission Expires:
Serial Number:

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

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501, 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: **WALDEN FARM PASO FINOS, INC., a Florida corporation.**

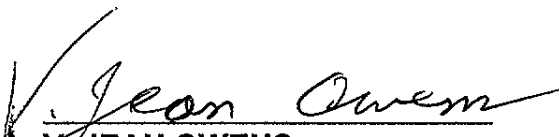
2. The name and address of the registered agent and office is:

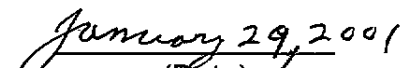
**V. Jean Owens
811-B Cypress Village Boulevard
Ruskin, Florida 33573**

01 FEB - 7 PM 1:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED

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.


V. JEAN OWENS


(Date)