

Chris Noland
Requester's Name
1000 Riverside Ave #200
Address
Jacksonville, FL 32204 904-355-1555
City/State/Zip Phone #

APPROVED
HAND
FILED
01 MAR -6 PM 12:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
Office Use Only

PD1000023169

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. Hemphill, Inc.
(Corporation Name) (Document #)
2. Hemphill Ventures, Inc.
(Corporation Name) (Document #)
3.
(Corporation Name) (Document #)
4.
(Corporation Name) (Document #)

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*****70.00 *****70.00

- ☒ Walk in ☐ Pick up time ☐ Certified Copy
☐ Mail out ☒ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS

- ☒ Profit
☐ Not for Profit
☐ Limited Liability
☐ Domestication
☐ Other

AMENDMENTS

- ☐ Amendment
☐ Resignation of R.A., Officer/Director
☐ Change of Registered Agent
☐ Dissolution/Withdrawal
☐ Merger

OTHER FILINGS

- ☐ Annual Report
☐ Fictitious Name

REGISTRATION/QUALIFICATION

- ☐ Foreign
☐ Limited Partnership
☐ Reinstatement
☐ Trademark
☐ Other

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01 MAR -6 AM 11:40
DIVISION OF CORPORATION

Examiner's Initials

Will Wait

3-6-01
ww

**ARTICLES OF INCORPORATION
OF VENTURES
HEMPHILL, INC.**

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TALLAHASSEE, FLORIDA

The undersigned, being a natural person of the age of more than twenty-one years, does hereby act as incorporator in adopting the following Articles of Incorporation for the purpose of organizing a business corporation pursuant to the provisions of the Florida Business Corporation Act.

FIRST: The name of the corporation ("Corporation") shall be Hemphill, *Ventures,* Inc. The principal place of business of this corporation shall be 4223 Venetia Blvd., Jacksonville, Duval County, Florida 32210.

SECOND: The duration of the corporation shall be perpetual.

THIRD: The purposes for which the Corporation is organized, which shall continue to be the purposes of the Corporation until and if the same be amended pursuant to the provisions of the Florida Business Corporation Act, and which shall include the authority of the Corporation to transact any lawful business for which a corporation may be incorporated under the Florida Business Corporation Act, are as follows:

- A. To have all of the powers conferred upon corporations organized under the Florida Business Corporation Act.
- B. To operate a horse training entity.

FOURTH: The aggregate number of shares which the Corporation shall have the authority to issue is One Thousand (1,000), all of which are of a par value of One dollar (\$1.00) and each of which are to be common shares of the same class.

Each share of stock, regardless of class, shall share equally in the distribution of assets of the Corporation with no preference other than as to the election of directors residing in any class of stock.

FIFTH: The address of the initial registered office of the Corporation in the State of Florida is 1000 Riverside Avenue, Suite 200, Jacksonville, County of Duval, Florida 32204; and the name of the initial registered agent of the Corporation at such address is Deborah A. Knauer.

SIXTH: The manner in which the directors of the Corporation shall be elected shall be contained in the Bylaws of the Corporation.

The name and address of the initial members of the Board of Directors are:

James Tripp Hemphill 4223 Venetia Blvd.
Jacksonville, FL 32210

David W. Hemphill 4223 Venetia Blvd.
Jacksonville, FL 32210

Karl A. Rogers 3849 Valencia Road
Jacksonville, FL 32205

SEVENTH: The name and address of the incorporator are as follows:

Deborah A. Knauer
1000 Riverside Avenue, Suite 200
Jacksonville, FL 32204

EIGHTH: The Corporation shall, to the fullest extent permitted by the provisions of the Florida Business Corporation Act, as the same may be amended and supplemented, indemnify any and all persons whom it shall have the power to indemnify under said provisions from and against any and all of the expenses, liabilities, or other matters referred to in or covered by said provisions, and the indemnification provided for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any Bylaw, agreement, vote of disinterested directors, or otherwise, both as to such person's action in such person's official capacity while holding such office, and shall continue as to a person who has ceased to be an officer or director, and shall inure to the benefit of the heirs, executors, and administrators of such a person.

Signed on March 5, 2001.

Deborah A. Knauer
Deborah A. Knauer, Incorporator

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TALLAHASSEE, FLORIDA

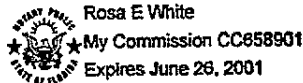
STATE OF FLORIDA)
) SS.:
COUNTY OF DUVAL)

On this 5th day of March, 2001 before me, a Notary Public in and for the State and County aforesaid, personally appeared Deborah A. Knauer, who is to me known to be the person named as the incorporator in the foregoing Articles of Incorporation of Hemphill, ^{Ventures,} Inc., and who duly acknowledged to me that she signed said Articles of Incorporation as the incorporator of said Corporation.

Witness my hand and seal of office on the day and year aforesaid.

Rosa E. White
Notary Public

(SEAL)



ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

Pursuant to the provisions of the Florida Business Corporation Act, the undersigned hereby accepts its appointment as the registered agent on which process may be served within the State of Florida for the proposed domestic corporation named in the foregoing Articles of Incorporation.

Deborah A. Knauer
Deborah A. Knauer