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REPLY TO:
P.O. BOX 10095
TALLAHASSEE, FL 32302-2095

March 12, 2001

Secretary of State
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32301

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

Re: Wilson's Riding Academy, Inc.

Dear Sir or Madame:

Enclosed please find an original and one copy of the Articles of Incorporation for the above-referenced corporation. In addition, you will also find enclosed a check in the amount of \$78.75 which represents the filing fees, certified copy and the Registered Agent Designation.

If you have any questions with regard to this filing, please feel free to contact me.

Respectfully,

PENNINGTON, MOORE, WILKINSON,
BELL & DUNBAR, P.A.

Theresa M. Zerkle
Assistant to Peter M. Dunbar

Theresa Zerkle GAVE

AUTHORIZATION BY PHONE TO

CORRECT ADD RA compliance
DATE 3/14/01
DOC. # 111

01 MAR 13 AM 10:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

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01 MAR 13 AM 10:12

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
WILSON'S RIDING ACADEMY, INC.

The undersigned hereby makes, subscribes, acknowledges, and files this certificate for the purpose of becoming a corporation for profit under the laws of the State of Florida:

ARTICLE I
Name

The name of this Corporation shall be **WILSON'S RIDING ACADEMY, INC.**

ARTICLE II
Purpose

This Corporation shall be organized for the purposes of operating a riding academy, and for any other business or purpose which is lawful under the laws of the State of Florida.

ARTICLE III
Agent

The registered agent of this Corporation shall be Gary Allen Wilson, Jr. The address of the registered agent shall be 3109 Woodhill Drive, Tallahassee, Florida 32303.

ARTICLE IV
Existence

This Corporation shall have perpetual existence.

ARTICLE V
Address

The initial street address of the principal office of this Corporation shall be 3109 Woodhill Drive, Tallahassee, Florida 32303.

ARTICLE VI
Capital Stock

The authorized capital stock of this Corporation shall consist of One Hundred Thousand (100,000) shares of One Cent (\$.01) par value voting common stock.

ARTICLE VII
Preemptive Rights, Cumulative Voting

Holders of the capital stock of the Corporation shall have the preemptive right to purchase any new shares of stock or securities, or rights to acquire stock or securities of the Corporation. Cumulative voting shall not be allowed in the election of its directors or for any other purposes.

ARTICLE VIII
Directors

This Corporation shall have no less than one (1) director nor more than five (5) directors. The number on the Board shall be set from time to time by the Board of Directors of the Corporation, or by the stockholders at an annual or special meeting thereof. The name and address of the initial members of the Board of Directors are as follows:

<u>Name</u>	<u>Address</u>
Gary Allen Wilson, Jr.	3109 Woodhill Drive Tallahassee, Florida 32303

ARTICLE IX
Incorporator

The name and address of the Incorporator is:

Gary Allen Wilson, Jr.
3109 Woodhill Drive
Tallahassee, Florida 32303

ARTICLE X
Officers

The officers of the Corporation shall be a President and Secretary, and such other officers or agents as may be appointed by the Board of Directors. All officers, agents or employees as may be necessary shall be chosen in such a manner, for such time, and

have such duties as may be described by the By-Laws or determined by the Board of Directors. The names and addresses of the initial officers are as follows:

<u>Office</u>	<u>Name and Address</u>
President/Secretary	Gary Allen Wilson, Jr. 3109 Woodhill Drive Tallahassee, Florida 32303

ARTICLE XI Indemnification

The Corporation shall indemnify any person who was or is a party, or is threatened to be made a party, to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative, or investigative, by reason of the fact that he is or was a director, officer, employee, or agent of the Corporation, or is, or was serving at the request of the Corporation as a director, officer, employee, or agent of another corporation, partnership, joint venture, trust, or other enterprise, against expenses (including attorneys' fees, judgments, fines and amounts paid in settlement) actually and reasonably incurred by him in connection with such action, suit or proceeding, including appeals, unless he acted with gross negligence or willful misconduct. Determination of any action, suit or proceeding by judgment, order, settlement or conviction shall not create a presumption that the person acted with gross negligence or willful misconduct. The determination of whether a person acted within the standard of conduct described above shall be made in one of the following manners:

- i. A majority vote of a quorum of directors who were not parties to the action, suit or proceeding; or
- ii. If a majority of the disinterested directors so requests, by independent legal counsel in a written opinion; or
- iii. If a majority of the disinterested directors so requests, by a qualified independent arbitrator.

Success on the merits in defense of any action, suit or proceeding shall be determinative that the person acted within the necessary standard of conduct and no further determination shall be necessary.

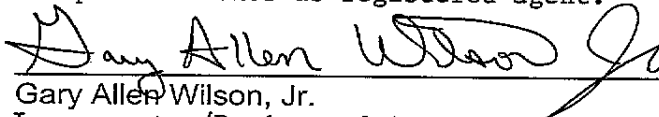
Expenses, including attorneys' fees, incurred in defending a civil or criminal action, suit or proceeding may be paid by the Corporation in advance of the final disposition of such action, suit or proceeding, upon a preliminary determination by the disinterested Board members that the person did not act with gross negligence or willful misconduct, upon receipt of an undertaking by such person to repay such amount upon any ultimate determination that he acted with gross negligence or willful misconduct.

Indemnification as provided hereunder shall continue as to a person who has ceased to be a director, officer, employee, or agent and shall inure to the benefit of his heirs, executors, administrators and assigns.

The Corporation shall have the power to purchase and maintain insurance on behalf of any person who is or was a director, officer, employee, or agent of the Corporation, or is, or was serving at the request of the Corporation as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise, against any liability asserted against him and incurred by him in any such capacity, or arising out of the status as such, whether or not the Corporation has the power to indemnify him against such liability under the provision of this section.

IN WITNESS WHEREOF, I, the undersigned Incorporator, hereby set my hand and seal this 7th day of March, 2001, for the purpose of forming this Corporation under the laws of the State of Florida, and I hereby make and file in the Office of the Secretary of the State in the State of Florida the Certificates of Incorporation and certify that the facts herein stated are true.

I hereby accept the duties and responsibilities as registered agent.


Gary Allen Wilson, Jr.
Incorporator/Registered Agent

01 MAR 13 AM 10:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

BEFORE ME, the undersigned officer, duly authorized to take acknowledgments and administer oaths, personally appeared Gary Allen Wilson, Jr., and being first duly sworn and upon his oath, stated that he signed the above Articles of Incorporation for the conditions and purposes therein expressed this 7th day of March, 2001.


NOTARY PUBLIC - STATE OF FLORIDA



Theresa M. Zerkle
MY COMMISSION # CC835644 EXPIRES
May 11, 2003
BONDED THRU TROY FAIR INSURANCE, INC

PRINTED NAME OF NOTARY; COMMISSION
NUMBER AND EXPIRATION OF COMMISSION

Personally known to me _____
or produced the following identification: FL Drivers License
PL W425-281-71-446-0

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