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ACCOUNT NO. : 072100000032

REFERENCE : 322756 81002A

AUTHORIZATION :

COST LIMIT : \$ PREPAID

FILED
2001 JUL 31 PM 1:58
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ORDER DATE : July 30, 2001

ORDER TIME : 8:11 AM

ORDER NO. : 322756-005

CUSTOMER NO: 81002A

CUSTOMER: Michael S. Teal, Esq
Clayton & Teal, P.a.

114 West Rich Avenue

Deland, FL 32720

RECEIVED
01 JUL 31 AM 11:25
DIVISION OF CORPORATION

DOMESTIC FILING

NAME: SILVER SKIES, INC.

EFFECTIVE DATE:

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XX ARTICLES OF INCORPORATION

-07/31/01--01025--025
*****78.75 *****78.75

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

CONTACT PERSON: Darlene Ward - EXT. 1135

EXAMINER'S INITIALS:

15
7/31/01

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ARTICLES OF INCORPORATION 2001 JUL 31 PM 1:58

OF

SECRETARY OF STATE
TALLAHASSEE FLORIDA

SILVER SKIES, INC.

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, does hereby adopt the following Articles of Incorporation:

ARTICLE ONE:

The name of the corporation is SILVER SKIES, INC.

ARTICLE TWO:

The duration of the corporation is perpetual, with commencement at the time of filing these Articles.

ARTICLE THREE:

The general purposes for which the corporation is organized are:

1. Syndicating, breeding, raising, showing and selling American Quarterhorses.
2. To transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act, or engage in any other trade or business which can, in the opinion of the Board of Directors of the corporation, be advantageously carried on in connection with or auxiliary to the foregoing business.
3. To do such other things as are incidental to the foregoing or necessary or desirable to accomplish the foregoing.

ARTICLE FOUR:

The aggregate number of shares which the corporation is authorized to issue is One Hundred (100). Such shares shall be of a single class and shall have a par value of Five Dollars (\$5.00) per share. All shares shall be common stock. Common stock of the corporation shall be issued as "small business corporation" stock in accordance with a plan or plans under the provisions of Section 1244 of the Internal Revenue Code of 1954, as amended.

ARTICLE FIVE:

The street address of the initial registered office of the corporation is 1004 N. Woodland Blvd., DeLand, FL 32720, and the name of its initial registered agent at such address is JOHN CHILDRESS.

ARTICLE SIX:

The number of directors constituting the initial board of directors of the corporation is two (2). The names and addresses of the persons who are to serve as members of the initial board are:

NAME

ADDRESS

JOHN CHILDRESS
President/Treasurer

1004 N. Woodland Blvd.
DeLand, FL 32720

PAULA CHILDRESS
Secretary

1004 N. Woodland Blvd.
DeLand, FL 32720

The name and address of each incorporator is:

NAME

ADDRESS

JOHN CHILDRESS
President/Treasurer

1004 N. Woodland Blvd.
DeLand, FL 32720

PAULA CHILDRESS
Secretary

1004 N. Woodland Blvd.
DeLand, FL 32720

The name and address of each shareholder is:

NAME

ADDRESS

JERRY HAZEL

411 N. Hill Avenue
DeLand, FL 32724

HILARY WILSON

1730 W. Plymouth Avenue
DeLand, FL 32720

JOHN CHILDRESS

1004 N. Woodland Blvd.
DeLand, FL 32720

ARTICLE SEVEN:

The business of the corporation shall be managed by the Stockholders rather than by the Board of Directors of this corporation.

ARTICLE EIGHT:

This corporation shall commence to exist on the date of filing.

Executed by the undersigned at DeLand, Florida, on the 26 day of July, 2001.


JOHN CHILDRESS
Incorporator

STATE OF FLORIDA
COUNTY OF VOLUSIA

Before me, the undersigned officer, personally appeared JOHN CHILDRESS, who is personally known to me or has produced KNOWN as identification, and who is to me well known to be the person described in and who subscribed to the above Articles of Incorporation, and he did freely and voluntarily acknowledge before me according to law that he made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and my official seal at DeLand, Florida, in said County and State, this 26 day of July, 2001.



Notary Public - State of Florida
My Commission Expires:

(SEAL)

MST/abo
childress.art.wpd



Michael S. Teal
MY COMMISSION # CC795846 EXPIRES
April 9, 2003
BONDED THRU TROY FAIR INSURANCE, INC.

**Certificate Designating Place of Business or Domicile for the Service of Process Within
This State, Naming Agent Upon Whom Process May be Served**

In compliance with Section 48.091, the following is submitted:

That SILVER SKIES, INC., desiring to organize under the laws of the State of Florida, with its principal, as indicated in the Articles of Incorporation at 1004 N. Woodland Blvd., DeLand, FL 32720, has named JOHN CHILDRESS located at 1004 N. Woodland Blvd., DeLand, FL 32720, as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above-named Corporation, at the place designated in this certificate, the undersigned agrees to act in this capacity, and agrees to comply with the provisions of Florida law relative to keeping the designated office open.

SILVER SKIES, INC.

By: 

Registered Agent

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TALLAHASSEE FLORIDA