

CAPITAL CONNECTION, INC.

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

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FILED

NOV 27 PM 12:55
TALLAHASSEE, FLORIDA

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-11/27/01--01064--001
*****78.75

Iron Horse Conrail Inc

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Art of Inc. File -11/27/01--01064--001
*****78.75 *****78.75

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

RECEIVED
01 NOV 27 AM 11:59
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

Signature

Requested by

Name

Date

Time

Walk-In

Will Pick Up

J. BRYAN NOV 27 2001

ARTICLES OF INCORPORATION
OF
IRON HORSE CORRAL, INC.

FILED
01 NOV 27 PM 12:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned hereby adopts the following Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida:

ARTICLE I - Name

The name of the corporation is **IRON HORSE CORRAL, INC.**

**ARTICLE II - Principal Office
and Mailing Address of the Corporation**

The address of the principal office of the corporation and its mailing address is 500 South Florida Avenue, Suite 400, Lakeland, Florida 33801.

ARTICLE III - Duration

The corporation shall exist perpetually thereafter until dissolved according to law.

ARTICLE IV - Purpose

The corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE V - Stock

The corporation is authorized to issue 10,000 shares of One Dollar (\$1.00) par value common stock, which shares shall be designated "Common Shares."

ARTICLE VI - Preemptive Rights

Each shareholder of the corporation shall have the right to purchase, subscribe for, or receive a right or rights to purchase or subscribe for, at the price offered to others, a pro rata portion of any stock of any class that the corporation may issue or sell, whether or not of unissued shares authorized

by the articles of incorporation as originally filed or by any amendment thereof or out of shares of stock of the corporation acquired by it after the issuance thereof.

ARTICLE VII - Board of Directors

All corporate powers shall be exercised by and under the authority of, and the business and affairs of the corporation shall be managed under the direction of, the board of directors.

The corporation shall have three directors initially. The number of directors may thereafter be increased or decreased from time to time in accordance with the bylaws of the corporation.

The name and street address of the initial directors who shall hold office until their successors, who shall be chosen at the first meeting of the stockholders have qualified, shall be:

<u>Name</u>	<u>Business Address</u>
JOHN B. HART	500 South Florida Avenue, Suite 400 Lakeland, Florida 33801
LITA G. HART	500 South Florida Avenue, Suite 400 Lakeland, Florida 33801
ED HENDERSON	1605 Industrial Drive Wilkesboro, North Carolina 28697

ARTICLE VIII - Indemnification

The corporation shall indemnify any present or former officer or director, or person exercising powers and duties of a director, to the full extent now or hereafter permitted by law.

ARTICLE IX - Bylaws

The power to adopt, alter, amend, or repeal bylaws shall be vested in the board of directors and the shareholders, but the board of directors may not alter, amend, or repeal any bylaws adopted by the shareholders if the shareholders provide that the bylaws shall not be altered, amended, or repealed by the board of directors.

ARTICLE X - Amendment

These articles of incorporation may be amended at any time by a vote of the majority of the voting stock of the corporation outstanding, at any regular meeting of the stockholders or at any special meeting of the stockholders called for that purpose.

ARTICLE XI - Incorporator

The name and address of the Incorporator to these articles of incorporation are:

<u>Name</u>	<u>Address</u>
JOHN B. HART	500 South Florida Avenue, Suite 400 Lakeland, Florida 33801

ARTICLE XII - Initial Registered Office and Agent

The street address of the initial registered office of the corporation is 500 South Florida Avenue, Suite 400, Lakeland, Florida 33801, and the name of the initial registered agent of the corporation at that address is John B. Hart.

IN WITNESS WHEREOF, the undersigned, as incorporator, hereby executes these articles of incorporation this 16 day of November, 2001.

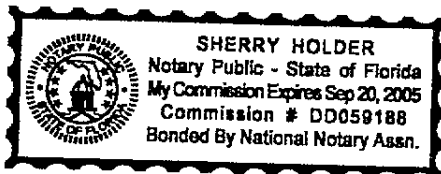

_____(SEAL)
JOHN B. HART, Incorporator

STATE OF FLORIDA
COUNTY OF POLK

Before me, the undersigned authority, an officer duly authorized to administer oaths and take acknowledgments, personally appeared JOHN B. HART, who is personally known to me or who has produced _____ as identification.

WITNESS my hand and official seal this 16 day of November, 2001, at Lakeland, Florida.

(NOTARIAL SEAL)



Sherry Holder
Notary Public
State of Florida at Large
My Commission Expires:

To: The Department of State
Tallahassee, Florida 32304

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

In compliance with Section 607.0501 of the Florida General Corporation Act, the following
is submitted:

IRONHORSE CORRAL, INC., with its place of business at 500 South Florida Avenue, Suite
400, Lakeland, Florida 33801, has named JOHN B. HART, located at 500 South Florida Avenue,
Suite 400, Lakeland, Florida 33801, as its agent to accept service of process within Florida.


Dated: November 16, 2001.



JOHN B. HART, President

Having been named to accept service of process for the above-stated corporation at the place
designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with
the provisions of all statutes relative to the proper and complete performance of my duties, and I am
familiar with and accept the duties and obligations of Chapter 607 of the Florida General Corporation
Act.

Dated November 16, 2001.



JOHN B. HART
Registered Agent

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01 NOV 27 PM 12:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA