

Division of Corporations

Page 1 of 2

FILED

03 JAN -7 AM 10:12

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

P03000002232

Florida Department of State  
Division of Corporations  
Public Access System

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H03000005694 2)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

✓  
SS  
4/6/03  
To:

Division of Corporations  
Fax Number : (850) 205-0381

From:

Account Name : EUGENE A. WIECHENS, P.A.  
Account Number : I20010000161  
Phone : (352) 732-8622  
Fax Number : (352) 732-1162

FLORIDA PROFIT CORPORATION OR P.A.

EVERMAN RACING STABLE, INC.

Certificate of Status	1
Certified Copy	1
Page Count	05
Estimated Charge	\$87.50



COPY

FLORIDA DEPARTMENT OF STATE  
Jim Smith  
Secretary of State

January 7, 2003

EUGENE A. WIECHENS, P.A.

SUBJECT: EVERMAN RACING STABLE, INC.  
REF: W03000000405

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The registered agent must have a Florida street address. A post office box, personal mail box (PMB), or mail drop-box address is not acceptable.

If you have any further questions concerning your document, please call (850) 245-6962.

Valerie Ingram  
Document Specialist  
New Filing Section

FAX Aud. #: H03000005694  
Letter Number: 203A00000690

**ARTICLES OF INCORPORATION**

of

***Everman Racing Stable, Inc.***

The undersigned incorporator is a natural person and competent to contract for purposes of forming a corporation under the laws of the State of Florida.

**ARTICLE I -- NAME & LOCATION**

The name of this corporation shall be Everman Racing Stable, Inc. The initial and principal office of the Corporation is 3374 N.W. 100<sup>th</sup> Street, Ocala, Florida 34475.

**ARTICLE II -- DURATION**

This corporation shall have a perpetual existence.

**ARTICLE III -- PURPOSE**

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

**ARTICLE IV -- CAPITAL STOCK**

The total number of shares of stock which the corporation shall have to issue is 50 shares of common stock, with a par value of \$1.00 per share. The total number of authorized shares shall have an aggregate par value of \$50.00. Each share of authorized stock which is initially sold shall be fully paid for before the corporation begins transaction of business.

**ARTICLE V -- NAME, ADDRESS, & CONSENT OF INITIAL, REGISTERED AGENT**

The name of the initial registered agent of the corporation is Russell W. LaPeer, 445 N.E. 8<sup>th</sup> Avenue, Ocala, Florida 34470.

H03000005694 2  
FILED  
JAN -7 AM 10:12  
SECRET  
TALLAHASSEE, FLORIDA

H03000005694 2

In witness whereof, the undersigned registered agent hereby consents to and accepts such designation on this 6th day of January, 2003.

Russell W. LaPeer  
Russell W. LaPeer, Registered Agent

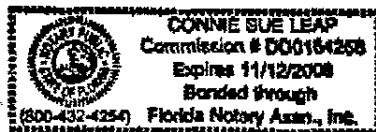
STATE OF FLORIDA

COUNTY OF MARION

BEFORE ME, the undersigned authority, personally appeared Russell W. LaPeer, as Registered Agent, to me well known, as the person described in and who acknowledged before me that he executed the foregoing freely and voluntarily for the purposes therein expressed.

WITNESS my hand and official seal this 6th day of January, 2003

SEAL/STAMP



Connie Sue Leap 000164258  
Name & commission number of notary

#### ARTICLE VI – BOARD OF DIRECTORS

The management and control of the corporation shall be vested in a Board of Directors of not less than one nor more than five members as provided by the By-Laws of the corporation, said Board to be elected by the stockholders of the corporation at the regular meeting of said stockholders.

If state law so provides, then upon the unanimous written agreement of all the stockholders of the corporation, the above-described Board of Directors may be divested of its power to manage and control this corporation and said power may, pursuant to

03 JAN -7  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

H03000005694 2

shareholder agreement, be vested in the shareholders of the corporation. If the shareholders exercise their right to divest the Board of its power to manage and control, then, and whenever the context requires, the shareholders shall be deemed the directors of the corporation for purposes of applying applicable state law. The names and addresses of the first Board of Directors are:

Joseph William Everman

Phyllis Josephine Everman

Until the first meeting of stockholders, management and control of this corporation shall be vested in the above Board composed of the above named director. This director shall hold office until his successor is duly elected and qualified.

#### **ARTICLE VII -- OFFICERS**

The Board of Directors shall, at its initial meeting, elect a President, Vice President, Treasurer and Secretary, and such other officers as the Board, from time to time, shall designate. Until the first Board of Directors meeting and until officers are selected thereat, the following persons shall hold the below-designated offices until his successors are elected and qualified:

President

Joseph William Everman

Secretary & Treasurer

Phyllis Josephine Everman

#### **ARTICLE VIII -- INCORPORATOR**

The name and address of the incorporator of the corporation is Joseph William Everman, 3374 N.W. 100<sup>th</sup> Street, Ocala, Florida 34475.

**ARTICLE IX – AUTHORITY TO INCREASE CAPITAL STOCK**

The capital stock authorized may be increased by 75% vote of the stockholders at any regular or special meeting called for that purpose by the adoption of an amendment to these articles.

**ARTICLE X – SECTION 1244 ELECTION**

The first Board of Directors is hereby authorized, directed and empowered to qualify the initial issuance of stock pursuant to the terms and conditions set forth in Internal Revenue Code Section 1244 and the regulations thereunder.

**ARTICLE XI -- BY-LAWS**

The power to adopt, alter, amend or repeal the Bylaws shall be vested in the Board of Directors.

**ARTICLE XII -- AMENDMENT OF ARTICLES OF INCORPORATION**

The power to amend these articles shall be held exclusively by the stockholders. An amendment hereto shall required a 75% vote of all outstanding stock.

**ARTICLE XIII -- SUBCHAPTER S CORPORATION**

This corporation shall be qualified and treated as a corporation organized, existing, and authorized under §§ 1361-79 (subchapter S) of the Internal Revenue Code.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on this 6<sup>TH</sup> day of January, 2003

  
Joseph William Everman, Incorporator

H03000005694 2

STATE OF FLORIDA

COUNTY OF MARION

BEFORE ME, the undersigned authority, personally appeared Joseph William Everman, as Incorporator, to me well known, ~~or who produced~~ \_\_\_\_\_ as identification as the person described in and who acknowledged before me that he executed the foregoing freely and voluntarily for the purposes therein expressed.

WITNESS my hand and official seal this 6<sup>th</sup> day of January, 2003

SEAL/STAMP



Russell W. LaPeer  
Name & commission number of notary