

FEB-12-2003

**P03000017098**

NOTE: SECOND REQUEST

PLEASE USE 2nd as filing date

TELEXED

Thanks

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.

((H03000045040 0)))

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

To:

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

From:

Account Name : BRICKLEMYER SMOLKER & BOLVES, P.A.  
Account Number : I20010000156  
Phone : (813) 223-3888  
Fax Number : (813) 228-6422

FILED  
03 FEB -6 AM 9:32  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**FLORIDA PROFIT CORPORATION OR P.A.**

**PRIME EQUESTRIAN MANAGEMENT, INC.**

Certificate of Status	1
Certified Copy	1
Page Count	04
Estimated Charge	\$87.50

FILED

03 FEB -6 AM 9:32  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF  
PRIME EQUESTRIAN MANAGEMENT, INC.

The undersigned incorporator hereby executes these Articles of Incorporation for the purpose of forming a corporation for profit in accordance with the laws of the State of Florida.

ARTICLE 1  
NAME

The name of this Corporation is: PRIME EQUESTRIAN MANAGEMENT, INC.

ARTICLE 2  
PRINCIPAL OFFICE AND MAILING ADDRESS

The initial address of the principal office is 500 E. Kennedy Blvd., Suite 200, Tampa, Florida 33602 and the mailing address of this Corporation in the State of Florida is Post Office Box 272050, Tampa, Florida 33688.

ARTICLE 3  
CAPITAL STOCK

1. Authorized Capitalization. The total number of shares of capital stock authorized to be issued by this Corporation shall be 20,000,000 shares of common stock, par value \$00.01 per share (the "Common Stock").
2. Payment for Stock. All or any part of the consideration for the issuance of the capital stock of this Corporation may be in cash, property or labor or services at a fair valuation to be fixed by the Board of Directors at a meeting called for that purpose, which consideration, in any event, shall not be less than the par value of the shares issued therefore. All stock when issued shall be fully paid and nonassessable.
3. Voting. The voting power of this Corporation shall be vested solely in the Common Stock. Holders of shares of Common Stock shall be entitled to one vote for each share of Common Stock. There shall be no cumulative voting in the election of directors.
4. Dividends. Any and all dividends are to be shared among the holders of shares of outstanding Common Stock on a share for share basis.

Prime Equestrian Management, Inc.  
Page 2 of 4

ARTICLE 4  
REGISTERED OFFICE AND REGISTERED AGENT

The initial registered office of this Corporation shall be located at 500 E. Kennedy Boulevard, Suite 200, Tampa, Florida 33602 and the initial registered agent of this Corporation at such office shall be Richard A. Schlosser. This Corporation shall have the right to change such registered agent and such registered office from time to time, as provided by law.

ARTICLE 5  
BOARD OF DIRECTORS

The Board of Directors of this Corporation shall consist of a number of directors to be fixed from time to time by the stockholders or the by-laws, but shall always be at least one person. The business and affairs of this Corporation shall be managed by the Board of Directors, which may exercise all such powers of this Corporation and do all such lawful acts and things as are not by law directed or required to be exercised or done only by the stockholders.

ARTICLE 6  
PURPOSES AND DURATION

The general purpose for which this Corporation is organized is the transaction of any and all lawful business for which corporations may be incorporated under the Florida Business Corporation Act, and any amendments thereto, and in connection therewith, this Corporation shall have and may exercise any and all powers conferred from time to time by law upon corporations formed under such Act. This Corporation shall have perpetual existence.

ARTICLE 7  
BY-LAWS

The power to adopt the by-laws of this Corporation and to alter, amend or repeal the by-laws, shall be vested in the Board of Directors of this Corporation.

Prime Equestrian Management, Inc.  
Page 3 of 4

ARTICLE 8  
AMENDMENT OF ARTICLES OF INCORPORATION

This Corporation reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Incorporation in the manner now or hereafter prescribed by statute, and all rights conferred upon the stockholders herein are subject to this reservation.

ARTICLE 9  
AFFILIATED TRANSACTIONS

The provisions of Section 607.0901, Florida Statutes, relating to affiliated transactions, shall be inapplicable to this Corporation.

ARTICLE 10  
INCORPORATOR

The name and street address of the incorporator making these Articles of Incorporation are: Richard A. Schlosser, 500 E. Kennedy Boulevard, Suite 200, Tampa, Florida 33602.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation for the uses and purposes herein stated.

DATED this 4 day of February, 2003.

  
\_\_\_\_\_  
RICHARD A. SCHLOSSER

Prime Equestrian Management, Inc.  
Page 4 of 4

FILED  
03 FEB -6 AM 9:3:  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**PRIME EQUESTRIAN MANAGEMENT, INC.  
ACCEPTANCE OF SERVICE AS REGISTERED AGENT**

The undersigned, RICHARD A. SCHLOSSER, having been named as registered agent to accept service of process for the above-named corporation at the registered office designated in the Articles of Incorporation, hereby agrees and consents to act in that capacity. The undersigned is familiar with and accepts the duties and obligations of such position.

DATED this 4 day of February, 2003.

  
\_\_\_\_\_  
RICHARD A. SCHLOSSER