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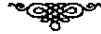
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FILED
05 DEC 15 AM 9:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T. Burch DEC 16 2005

BIRD & LEINBACK, P.L.
ATTORNEYS AT LAW
P.O. BOX 247
MONTICELLO, FL 32345



165 E. Dogwood Street

850-997-3503
(fax) 850-997-7109

December 14, 2005

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Re: San Bonita Equestrian Properties, Inc.

Dear Sir/Madam:

Enclosed please find my check # 3152 in the amount of \$130.00, which covers the cost of filing for San Bonita Equestrian Properties, Inc., along with the original signed document and one copy of the Articles of Incorporation and Certificate of Registered Agent. Please return my copies in the enclosed self-addressed, stamped envelope.

Thank you for your assistance in this matter.

Should you have any questions concerning the above, please contact me.

Very truly yours,

T. Buckingham Bird

TBB/ds

Enclosures as stated

ARTICLES OF INCORPORATION
OF
SAN BONITA EQUESTRIAN PROPERTIES, INC.

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05 DEC 15 AM 9: 33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, being a natural person competent to contract, and to form a Corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of this corporation is:

SAN BONITA EQUESTRAIN PROPERTIES, INC.

ARTICLE II. PRINCIPAL OFFICE

The principal place of business and mailing address of this Corporation in the State of Florida is 52 Nacoosa Road, Monticello, Florida 32344.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to have outstanding at any one time is:

500 SHARES

of common stock having a nominal or par value of ONE AND NO/100 DOLLARS (\$1.00) per share.

ARTICLE IV. INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial Registered Agent is:

T. Buckingham Bird
165 E. Dogwood Street
Monticello, Florida 32344

ARTICLE V. SUBSCRIBERS

The name and post office address of the subscriber of these Articles of Incorporation, the number of shares of stock to issue and the value of the consideration thereof are:

<u>NAME</u>	<u>ADDRESS</u>	<u>SHARES</u>	<u>CONSIDERATION</u>
Fred H. Beshears	P.O. Box 160 Monticello, FL 32344	350	350,000.00
T. Buckingham Bird	P.O. Box 247 Monticello, FL 32344	100	100,000.00
Janice Rhoads Wise	2508 N. Monroe Street Tallahassee, FL 32302	75	75,000.00

ARTICLE VI. INITIAL CAPITAL

The amount of capital with which this Corporation will begin business is FIVE HUNDRED AND NO/100 DOLLARS (\$500.00).

ARTICLE VII. NATURE OF BUSINESS

The general nature of the business to be transacted and the objects and purposes of this corporation shall be as follows:

(1) To engage in any activities or business permitted under the laws of the United States and Florida.

(2) To conduct businesses in, have one or more offices in, and buy, hold, mortgage, sell, convey, lease, or otherwise dispose of real and personal property in the State of Florida and in all other states in the United States of America.

(3) To conduct debts and borrow money, issue and sell, or pledge bonds, debentures, notes, and other evidences of indebtedness, and execute such mortgages, transfer of corporate property or other indebtedness.

(4) To purchase, hold, sell, transfer, mortgage, pledge, or otherwise acquire, or dispose of the shares of the capital stock, or of any bonds, securities, or otherwise evidences of indebtedness created by any other corporation of the State of Florida, or of any other state or government, and while owner of such stock, to exercise all of the rights, powers and privileges of ownership, including, but not limited to, the right to vote such stock.

(5) To purchase, hold, sell and reissue the shares of its own capital stock.

(6) To exercise generally any and all powers now or hereafter conferred upon corporations by the laws of the State of Florida.

(7) To do any and everything necessary and proper for the accomplishment of the objects herein enumerated or necessary or incidental for the protection and benefit of the corporation and in general to carry on any lawful business necessary or incidental to the attainment of the corporation, including the cleaning of clothes.

(8) The foregoing clauses shall be construed as objects, purposes, powers and provisions for the regulation of the business and the conduct of the affairs of the operation, the Directors, or Stockholders, in addition to these powers specifically conferred upon the corporation by law, and the foregoing specific enumeration of powers and purposes shall not be construed as limiting, or restricting, in any manner, the powers and purposes of the corporation otherwise granted by law.

ARTICLE VIII. TERM OF EXISTENCE

This Corporation is to exist perpetually.

ARTICLE IX. DIRECTORS

This Corporation shall have two (2) Directors initially. The number of Directors may be increased or diminished from time to time by By-Laws adopted by the Stockholders, but shall never be less than one.

ARTICLE X. INITIAL DIRECTORS AND SUBSCRIBERS

The names and post office addresses of the first Board of Directors are:

<u>NAME</u>	<u>ADDRESS</u>
Fred H. Beshears	P.O. Box 160 Monticello, FL 32345
T. Buckingham Bird	P.O. Box 247 Monticello, FL 32345
Janice Rhoads Wise	2408 N. Monroe Street Tallahassee, FL 32303

ARTICLE XI. AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the Stockholders, and approved at a Stockholders' meeting by a majority of the stockholders entitled to vote thereon, unless all the Directors and all the Stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

EXECUTED by the undersigned at Monticello, Florida on this 14th day of

December, 2005.

Fred H. Beshears
FRED H. BESHEARS, President

T. Buckingham Bird
T. BUCKINGHAM BIRD, Vice President

Janice Rhoads Wise
JANICE RHOADS WISE, Secretary/Treasurer

STATE OF FLORIDA
COUNTY OF JEFFERSON

The foregoing instrument was acknowledged before me this 14th day of December, 2005, by Fred H. Beshears, President, T. Buckingham Bird, Vice President and Janice Rhoads Wise, Secretary/Treasurer ☒ who are personally known to me or () who has produced _____ and _____ as identification and who (did) (did not) take an oath.

(SEAL)

Robin L. Liford
Notary Signature

Type or Print Notary Name
Notary Public, State of Florida at Large
Serial No. _____

My Commission Expires:



CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

1. The name of the corporation is:

SAN BONITA EQUESTRIAN PROPERTIES

2. The Name and address of the registered agent and office is:

T. Buckingham Bird
165 E. Dogwood Street
Monticello, Florida 32344

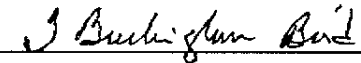

FRED H. BESHEARS

President

Dec 14, 2005.

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CLERK OF STATE
TALLAHASSEE, FLORIDA

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.


T. BUCKINGHAM BIRD
December 14, 2005