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07 JUL 24 PM 3:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

5/2/07

COVER LETTER

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

SUBJECT: JDC SPEED HORSES, INC.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed are an original and one (1) copy of the articles of incorporation and a check for:

☒ \$70.00
Filing Fee

☐ \$78.75
Filing Fee
& Certificate of Status

☐ \$78.75
Filing Fee
& Certified Copy

☐ \$87.50
Filing Fee,
Certified Copy
& Certificate of
Status

ADDITIONAL COPY REQUIRED

FROM: JOSEPH D. CARTER
Name (Printed or typed)

55004 FAMILY COURT
Address

CALLAHAN, FL 32011-5567
City, State & Zip

(904) 879-5084
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION
Of
J D C SPEED HORSES, INC

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

For the purpose of forming a corporation for profit under the provisions of the Florida Statutes, as amended, it is respectfully requested of the Florida Secretary of State the approval of such incorporation under the following specific twenty-two Articles, to wit:

ARTICLE I – CORPORATE NAME

The name of this corporation shall be **J D C SPEED HORSES, INC.** And its principal place of business shall be in Nassau County (Northeast) Florida with the right to change and move said principal place of business within or without the State of Florida as the Board of Directors may from time to time deem proper.

ARTICLE II – THE PRINCIPAL PLACE OF BUSINESS ADDRESS and MAIL ADDRESS OF THE CORPORATION

The principal place of business address of the corporation is

**55004 Family Court
Callahan, FL 32011**

The mailing address of the corporation is

**55004 Family Court
Callahan, FL 32011**

ARTICLE III – PURPOSE FOR WHICH THIS CORPORATION IS ORGANIZED

The purpose for which this corporation is organized is **ANY AND ALL LAWFUL BUSINESS, INCLUDING BUT NOT OTHERWISE LIMITED TO FOR-PROFIT AGRICULTURAL RACE HORSE BREEDING, LIVESTOCK BREEDING FACILITATION SERVICES AND SALES OF LIVESTOCK.**

ARTICLE IV – AUTHORIZED CAPITAL STOCK

The total authorized capital stock of this corporation shall be five hundred shares of Common Voting Stock with par value of One Hundred and no/100 (\$100.00) Dollars per share and one thousand shares of Preferred Stock with par value of

Fifty and no/100 (\$50.00) per Preferred Share. All of such stock shall be issued fully paid and non-assessable at and for such consideration, whether the same cash, services fixed rendered, or otherwise and upon such terms and conditions as may be fixed by the Board of Directors of this corporation.

ARTICLE V – TERM OF EXISTENCE OF CORPORATION

The corporation shall have perpetual existence, unless earlier terminated by due and proper legal procedure.

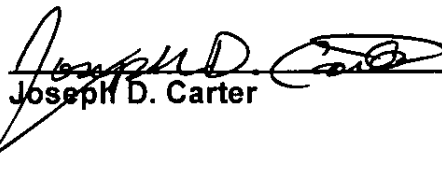
ARTICLE VI – THE NAME and FLORIDA STREET ADDRESS of THE REGISTERED AGENT

The name and Florida street address of the registered agent is

**Joseph D. Carter
55004 Family Court
Callahan, FL 32011**

I certify that I am familiar with and accept the responsibilities of register agent.

Registered Agent Signature:


Joseph D. Carter

ARTICLE VII – NUMBER OF DIRECTORS

The number of Directors of said corporation shall be provided in the By-Laws but in no event shall the number be less than one (1) nor more than five (5).

ARTICLE VIII – THE NAMES AND MAIL ADDRESSES OF THE INITIAL BOARD OF DIRECTORS AND OFFICERS

The personal names and post office addresses of the members of the first Board of Directors and Officers who shall hold office for the first year of the existence of the corporation, or until their successors are duly elected and qualified, unless otherwise provided by the corporate By-Laws, are:

**CARTER, Joseph D. (Director, CEO and Corporate President)
55004 Family Court
Callahan, FL 32011**

**CARTER, Paula D. (Director, Corporate Vice-President, Secretary and Treasurer)
55004 Family Court
Callahan, FL 32011**

ARTICLE IX – AUTHORIZATION OF POWERS

In furtherance and not in limitation of powers conferred upon the Board of Directors, the Board of Directors are expressly authorized, and caused to be executed, mortgages and liens upon the real and personal property of the corporation for the purpose of furniture security for it's indebtedness or for any purpose. The Directors, if the By-Laws so provide, may hold their meetings within or without the State of Florida, as deemed necessary by that same Board of Directors. The corporation may in its By-Laws confer powers additional to the power and authority expressly conferred upon them by any and all appropriate Florida Business Corporation Code provisions and related statutes, as amended, to the Directors.

ARTICLE X -- BY-LAWS

The power to adopt, alter or repeal By-Laws shall be vested in the shareholders.

ARTICLE XI – SHARES OF CAPITAL STOCK VESTED

Shares of capital stock of this corporation shall be vested in the following persons and in the amount set opposite his or her name:

Names of Initial Common Stock/Voting Shareholders of Record

Joseph D. Carter,	Director, CEO and Corporate President	255.00
Paula D. Carter,	Director, CFO, Corporate Vice President and Treasurer	245.00

Total at effective original issue date of July 21st 2007

500.00

The total authorized and issued Common Voting Shares held by the initial shareholders listed above may not be resold or otherwise transferred to another person or business entity unless unanimously approved by the Board of Directors of the corporation. The acceptable price and terms at which, and at the time within which such Common Voting Shares may be offered and sold shall be further specified by written agreement subscribed and unanimously authorized by the Board of Directors.

Names of Initial Preferred Stock Shareholders of Record

Clint A. Carter, legal holder in due course of Ten and No/100^{ths} Shares of Preferred Stock in said Corporation effective as of original distribution date of July 21st 2007, and

Alanna Jo Carter, holder in due course of Ten and No/100^{ths} Shares of Preferred Stock in said Corporation effective as of original distribution date of July 21st 2007.

ARTICLE XII- SPECIAL MEETINGS NOTICES PROTOCOL

Special meetings of the shareholders may be called by Certified Mail, Return Receipt request, giving not less than five (5) days written Notice.

ARTICLE XIII – VOTING RIGHTS QUORUM AND ACTS

Fifty-one percent (51%) of the shares entitled to vote represented in person or by proxy, shall constitute a quorum at a meeting of the shareholders. If a quorum is present, the affirmative vote of fifty-one percent (51%) of the share represented at the meeting and entitled to vote on the subject matter shall be the act of the shareholders.

ARTICLE XIV – SHAREHOLDERS MEETING REQUIRED

Any action of the shareholders of this corporation must be taken at a meeting of the shareholders of this corporation, duly called as provided by Florida Business Corporation Code and related statutes, as amended.

ARTICLE XV – POWERS

This corporation shall have all of the corporate powers enumerated in the Florida Business Corporation Code and related statutes, as amended.

ARTICLE XVI – DIVIDENDS

Dividends may be paid to Common Voting shareholders only out of the unreserved and unrestricted earned surplus of the corporation; Preferred Stock shareholders shall be entitled to distribution of dividends on the basis of Seventy Percent (70.00) of net profits (if any) of the corporation as of December 31st each year and in accordance with the percentage of each Preferred Stock shareholders ownership of distributed Preferred Stock of record as of the end of each fiscal year when such profits are recognized for financial and taxation purposes and thereafter authorized for distribution by the Board of Directors.

ARTICLE XVII – INDEMNIFICATION

The corporation shall indemnify any officer or Director, or any former Officer or Director to the full extent permitted by applicable Florida Business Corporation Code and related statutes, as amended.

ARTICLE XVIII – AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any Amendments hereto, and any right conferred upon shareholders is subject to this reservation.

ARTICLE XIX – NOTICE

Any notice required herein shall be by Certified Mail, Return Receipt Requested, or hand delivered to the shareholders at the initial following address located within the confines of Nassau County, Florida, and to any and all subsequent addresses of record after July 21st 2007 of record, to-wit:

**55004 Family Court
Callahan, FL 32011**

ARTICLE XX– FEDERAL EMPLOYER IDENTIFICATION NUMBER

The ***federal employer identification number of this corporation is*** and shall remain, until or unless otherwise subsequently amended, changed or modified by the U.S. Department of Treasury, is: **30-0431799**

ARTICLE XXI – SUBSCRIBER TO THESE ARTICLES OF INCORPORATION

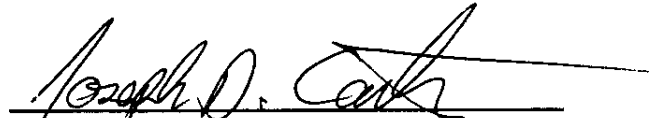
The name, business and legal service address within the confines of Nassau County, Florida to the Sole Incorporator of this corporation and these Articles of Incorporation of and for this corporation is:

**Joseph D. Carter
55004 Family Court
Callahan, FL 32011**

The above named Sole Incorporator hereunto set my hand and seal this **21st day of July 2007**. I hereby acknowledge that I am indeed fully familiar with and fully accept the statutory duties and responsibilities as both Sole Incorporator Agent for said corporation under the Florida Business Corporation Code and related statutes, as amended.

ARTICLE XXII – EFFECTIVE DATE OF INCORPORATION

The effective date of this incorporation shall be **July 21st, 2007**.



**Joseph D. Carter
Sole Incorporator**

Phone: (904) 879-5084; Fax: (904) 879-5084

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07 JUL 24 PM 3:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA