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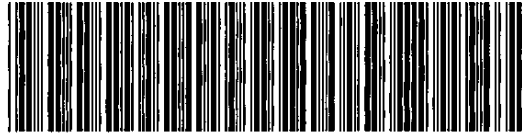
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TALLAHASSEE, FLORIDA

VH

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JOHN W. BURTON

JOHN W. H. BURTON*

*CERTIFIED CIRCUIT CIVIL MEDIATOR

L. GRADY BURTON

1893-1981

August 6, 2007

VIA EXPRESS MAIL

Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

**Re: ALL FLORIDA REINED COW
HORSE ASSOCIATION, INC.**

Gentlemen:

Enclosed please find original and copy of Articles of Incorporation for **ALL FLORIDA REINED COW HORSE ASSOCIATION, INC.** Please file the original and return a certified copy to us in the enclosed envelope.

Also enclosed is our check in the amount of \$78.75 to cover the cost.

If you have any questions, please do not hesitate to contact our office.

Sincerely,



Brenda K. Sutton
Paralegal

/bks
Enclosures

ARTICLES OF INCORPORATION

OF

**ALL FLORIDA REINED COW HORSE
ASSOCIATION, INC.**

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TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt the following Articles of Incorporation:

ARTICLE ONE

NAME

The name of the corporation is **ALL FLORIDA REINED COW HORSE ASSOCIATION, INC.**

ARTICLE TWO

DURATION

The term of existence of the corporation is perpetual.

ARTICLE THREE

PURPOSE

The corporation is organized for the purpose of conducting horse shows; owning, leasing or otherwise holding interest in real and personal property; borrowing money from any individual, bank, savings and loan association, land bank association or production or farm credit association; encumbering any real or personal property owned by the corporation; and transacting any and all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes, and any amendments thereto.

ARTICLE FOUR

CAPITAL STOCK

The aggregate number of shares that the corporation has the authority to issue is One Hundred (100) shares, all of which shall be common shares with par value of \$1.00.

ARTICLE FIVE
PREEMPTIVE RIGHTS

Each shareholder of any class of stock of this corporation shall be entitled to full preemptive rights to purchase any unissued or treasury shares of the corporation and any securities of the corporation convertible into or carrying a right to subscribe or to acquire any unissued or treasury shares.

ARTICLE SIX
REGISTERED OFFICE

The street address of the initial registered office of the corporation is 861 Sinclair Drive, Sarasota, Florida, and the name of the initial registered agent at that address is **JEFFREY JAY HOLMES**.

ARTICLE SEVEN
PRINCIPAL OFFICE/MAILING ADDRESS

The street address of the initial principal office is 861 Sinclair Drive, Sarasota, FL 34240, and the mailing address of the corporation is the same.

ARTICLE EIGHT
OFFICERS AND DIRECTORS

(A) The initial Board of Directors of the corporation shall consist of ten (10) members.

(B) The names and addresses of the first officers and Board of Directors are:

<u>NAME</u>	<u>ADDRESS</u>	<u>OFFICE</u>
JACK F. HENNIG	2854 Clifton Bryan Road Zolfo Springs, FL 33890	President/ Director
BARRY MONTVILLE	6583 SW 13 th Street Okeechobee, FL 34974	Vice President/ Director
KELLI CAVES	Post Office Box 1065 Altoona, FL 32702	Secretary/ Director
JEFFREY JAY HOLMES	861 Sinclair Drive Sarasota, FL 34240	Treasurer/ Director

EDWARD F. PILOTO	18580 First Street Orlando, FL 32833	Director
ROBIN FAY	1145 Ramblebrook St. Malabar, FL 32950	Director
KELLY SHARP	1397 SW 103 rd Ave. Webster, FL 33597	Director
RONALD E. WHITTAKER	12400 SE 56 th Ave. Okeechobee, FL 34972	Director
DONNIE BOYD	2303 Gerry Road Sarasota, FL 34249	Director
NANCY HARDEE	70810 Rolling Dr. West Lakeland, FL 33810	Director

ARTICLE NINE
INCORPORATORS

The name and address of the initial incorporator is:

<u>NAME</u>	<u>ADDRESS</u>
JEFFREY JAY HOLMES	861 Sinclair Drive Sarasota, FL 34240

ARTICLE NINE
AMENDMENTS

These Articles of Incorporation may be amended as set forth in Chapter 607 Florida Statutes, and any amendments thereto.

IN WITNESS WHEREOF, I have subscribed my name this 31 day of July, 2007.



JEFFREY JAY HOLMES, Incorporator

STATE OF FLORIDA:
COUNTY OF SARASOTA:

On this 31 day of July, 2007, before me, a notary public personally appeared JEFFREY JAY HOLMES, known to me to be the person whose name is subscribed to the instrument within, and acknowledged that he executed the same for the purposes contained therein. He is personally known to me and did take an oath.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Sarasota, Florida.



MAUREEN L. SEEL
MY COMMISSION # DD 432798
EXPIRES: September 21, 2009
Bonded Thru Budget Notary Services

NOTARY PUBLIC

Maureen L. Seel

State of Florida at Large
My Commission Expires:

ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent and to accept service of process for ALL FLORIDA REINED COW HORSE ASSOCIATION, INC., I hereby accept the appointment as its registered agent and agree to act in this capacity. Furthermore, I 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.

DATED the 31 day of July, 2007.

Jeffrey Jay Holmes

JEFFREY JAY HOLMES
Registered Agent

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TALLAHASSEE, FLORIDA