

SEP 28 2010 1:52 PM Barron & Redding Law Firm 850 785 2991 Page 1 of 1
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Division of Corporations

Florida Department of State
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FLORIDA PROFIT/NON PROFIT CORPORATION
Iron Horse Pro Shop, Inc.

Certificate of Status	0
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ARTICLES OF INCORPORATION
OF
IRON HORSE PRO SHOP, INC.

The undersigned, being authorized to execute and file these Articles, hereby certifies that:

ARTICLE I - NAME

The name of this corporation is Iron Horse Pro Shop, Inc.

ARTICLE II - PURPOSE

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

ARTICLE III - CAPITAL STOCK

This corporation is authorized to issue one hundred (100) shares of One Dollar (\$1.00) par value of common stock, which shall be of a single class of common stock and shall be designated "Common Shares".

ARTICLE IV - INITIAL PRINCIPAL OFFICE AND REGISTERED AGENT

The street address of the initial principal office of the corporation in the State of Florida is 6733 Hwy 22, Panama City, Florida 32404, and the name of the initial registered agent is Holly Melzer, Esq., whose address is 220 McKenzie Avenue, Panama City, Florida, 32401.

ARTICLE V - MANAGEMENT BY SHAREHOLDERS

The business of this corporation shall be managed by its shareholders rather than a board of directors. In the management of the business of this corporation, the act of the shareholders representing the majority of the outstanding shares of the corporation entitled to vote shall be the act of the shareholders, except as otherwise provided for in any shareholders' agreement entered into. Each shareholder shall be entitled to one vote for each share of voting stock held by such

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shareholder. A quorum at any meeting of the shareholders for the management of the business of the corporation shall exist when a majority of the outstanding shares of the corporation entitled to vote are represented at such meeting.

ARTICLE VI - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share (as nearly as may be done without the issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VII - CUMULATIVE VOTING RIGHTS

At each election of directors, every shareholder entitled to vote in the election shall have the right to cumulate his votes by giving one candidate as many votes as the number of directors to be elected at that time multiplied by the number of his shares, or by distributing the votes on the same principle among any number of the candidates.

ARTICLE VIII - INDEMNIFICATION

This corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE IX - TERM OF EXISTENCE

This corporation is to exist perpetually, or until dissolved on a vote of the shareholders as provided in these articles.

ARTICLE X - DISSOLUTION

The corporation may be dissolved at any time (1) by unanimous written consent of the shareholders; or (2) on the affirmative vote of the holders of at least four-fifths of the outstanding shares of the corporation entitled to vote. On dissolution, the corporate property and assets shall,

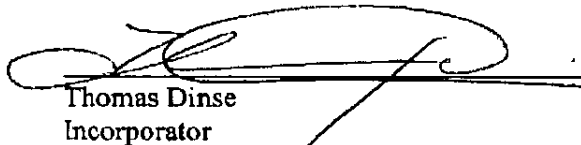
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after payment of all debts of the corporation, be distributed to the shareholders pro rata, each shareholder to participate in the distribution in direct proportion to the number of shares held by the shareholder.

ARTICLE XI - INCORPORATOR

The name of the person signing these articles is Thomas Dinse, whose address is 6733 Hwy. 22, Panama City, Florida 32404.


IN WITNESS WHEREOF, the undersigned subscriber has executed these articles of incorporation this 27 day of September, 2010.

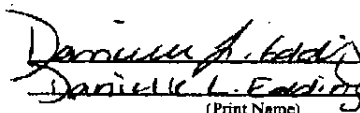

Thomas Dinse
Incorporator

STATE OF FLORIDA
COUNTY OF BAY

The foregoing instrument was acknowledged before me this 27 day of September, 2010, by Thomas Dinse, who: (notary must check applicable box)

- ☐ is personally known to me.
- ☐ produced a current Florida driver's license as identification.
- ☒ produced DL as identification.

NOTARY PUBLIC-STATE OF FLORIDA
 Danielle L. Eddings
Commission # DD610967
Expires: DEC. 19, 2010
(SEAL) BONDED THRU ATLANTIC BONDING CO., INC.



Danielle L. Eddings
(Print Name)
Notary Public
Serial # DD610967
My Commission Expires: 12/19/10

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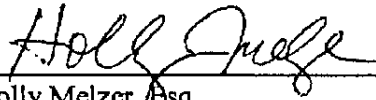
ACCEPTANCE OF DESIGNATION OF REGISTERED AGENT

OF

IRON HORSE PRO SHOP, INC.

Having been named to accept service of process for the above-named corporation, at the place designated in the Articles of Incorporation, I hereby accept to act in this capacity, and agree to comply with the provisions of the Florida Business Corporation Act relative to keeping open said office.

Dated this 27th day of September, 2010.



Holly Melzer, Esq.
Registered Agent

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