

LAW OFFICES
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E. G. (DAN) BOONE
JEFFERY A. BOONE
STEPHEN K. BOONE
CHARLES D. HINES

ESTABLISHED 1956

STREET ADDRESS
100 AVENIDA DEL CIRCO 34284
TELEPHONE (813) 488-676
FAX (813) 488-1078

December 29, 1994

99-15000000327
Secretary of State
Bureau of Corporate Records
P.O. Box 627
Tallahassee, Florida 32314

900001367929
-01/03/95--01105--020
****122.50 ****122.50

Re: Miller Thoroughbreds, Inc.

Dear Sir:

We enclose original and one copy of Articles of Incorporation concerning the above. Also enclosed is our check in the amount of \$122.50 to cover the cost of this filing.

| | |
|------------------------------|--------------|
| Filing Fee | \$ 35.00 |
| Registered Agent Designation | 35.00 |
| Certified Copy of Articles | <u>52.50</u> |
| Total Filing Fee | \$122.50 |

The start date is January 1, 1995.

Please return a certified copy of the Articles of Incorporation to our office at the post office box listed above.

Thank you for your attention to this matter.

Very truly yours,

1/1/95

Stephen K. Boone

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enclosures

a:letsec.st
M1-4738
1/1/95

KANUT J. KHOSLA

JAN 03 1995

ARTICLES OF INCORPORATION
OF
MILLER THOROUGHBREDS, INC.

ARTICLE I.
CORPORATE NAME

The name of this corporation is:
Miller Thoroughbreds, Inc.

ARTICLE II.
NATURE OF BUSINESS AND POWERS

The general nature of the business to be transacted by this corporation is to engage in any and all business permitted under the laws of the State of Florida.

ARTICLE III.
CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having a par value of One Dollar (\$1.00) per share. The consideration to be paid for each share shall be in money, property or services. The board of directors shall determine the reasonable value of all consideration, other than money, paid for such shares and their determination, made in good faith, shall be final and conclusive as to such value.

ARTICLE IV.
BEGINNING DATE AND TERM OF EXISTENCE

The beginning date of this corporation shall be January 1, 1995 and it shall exist perpetually.

EFFECTIVE DATE

1/1/95

ARTICLE V.

ADDRESS

The initial mailing address of the principal office of this corporation is 100 South Nokomis Avenue, Venice, Florida 34285. The directors may, from time to time, move the principal office to any other address in Florida.

ARTICLE VI.

DIRECTORS

This corporation shall have one (1) director(s), initially. The number of directors may be increased or decreased from time to time, by Bylaws adopted by the stockholders.

ARTICLE VII.

INITIAL DIRECTORS AND OFFICERS

The names and post office address of the members of the first Board of Directors and first Officers are:

| <u>Name</u> | <u>Address</u> | <u>Office</u> |
|---------------------------|---|----------------------------|
| J. Fred Miller, III, M.D. | 600 S. Nokomis Ave. Venice, FL 34285 | Director/President |
| Barbara Beagle | 3555 Bowman's Mill Rd. Lexington, KY 40513 | Vice President |
| Angela Miller | 600 S. Nokomis Ave. Venice, FL 34285 | Secretary and Treasurer |

ARTICLE VIII.

SUBSCRIBERS

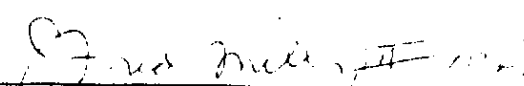
The names and addresses of all the subscribers to the stock of this corporation, together with the number of shares of stock each agrees to take, are:

| <u>Name</u> | <u>Address</u> | <u># Of Shares</u> |
|---------------------------|---|--------------------|
| J. Fred Miller, III, M.D. | 600 S. Nokomis Ave. Venice, FL 34285 | 100 |

ARTICLE IX.
REGISTERED AGENT


The initial registered agent and the address of his office is: Stephen K. Boone, 1001 Avenida del Circo, Venice, Florida 34285.

IN WITNESS WHEREOF, the undersigned, as Incorporator, has executed the foregoing Articles of Incorporation this 20th day of December, 1994.



J. Fred Miller, III, M.D.
Incorporator

I hereby accept the appointment as registered agent. I am familiar with, and accept the obligations of, Section 607.0505, Florida Statutes.



Stephen K. Boone
Registered Agent

STATE OF FLORIDA)
COUNTY OF SARASOTA)

I HEREBY CERTIFY that the foregoing Articles of
Incorporation were acknowledged before me this 20th day of
December, 1994, by J. Fred Miller, III, M.D., the Incorporator,
who is personally known to me or who produced _____
_____ as identification.

NOTARY PUBLIC

Sign _____

Print CONSTANSE E. GORDON

(SEAL)

My Commission Expires



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