LAW OFFICES OUCHTERSON, OUGHTERSON, PREWITT & SUNDHEIM, P.A.

> 310 SW OCEAN BOULEVARD STUART, FLORIDA 34994

WM A. OUGHTERSON JOHN E. PREWITT FREDERICK G. SUNDHEIN, JR. (407) 287-0600

T T OUCHTERSON (1904-1983) \_\_\_\_\_ FAX(407)287-0422

Division of Corporations Secretary of State Post Office Box 6327 Tallahassee, Florida 32314 500001384715 -01/19/95--01088--002 \*\*\*\*\*122.50 \*\*\*\*122.50

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RE: Rolling Rock Stables, Inc.

Dear Sirs:

I have enclosed herewith our check in the amount of \$122.50 to cover your filing fee to incorporate the above-captioned corporation.

Once the Articles have been filed, please return same to my office in the enclosed self addressed stamped envelope.

Sincerely yours, Fin UA Frederick G. Sundheim, Jr.

FGS:sh Encls. R-247A

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#### ARTICLES OF INCORPORATION

OF

#### ROLLING ROCK STABLES, INC.

## ARTICLE I. NAME

The name of this corporation shall be ROLLING RC STABLES, INC.

#### ARTICLE II. TERM OF EXISTENCE

This corporation is to exist perpetually.

#### ARTICLE III. NATURE OF BUSINESS

The general nature of the businesses to be transacted by this corporation are: To board and train horses, give lessons and for the purpose of transacting any and all lawful business.

The foregoing purposes and activities will be interpreted as examples only and not as limitations, and nothing therein shall be deemed as prohibiting the corporation from extending its activities to any related or otherwise permissable or lawful business purposes which may become necessary, profitable or desirable for the furtherance of the corporate objectives expressed above.

#### ARTICLE IV. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 5,000 shares of common stock having a nominal or par value of One (\$1.00) Dollar per share.

## ARTICLE V. PRINCIPAL AND REGISTERED OFFICE

The street address of the principal office of this corporation in the State of Florida is 5605 S.W. Ranchito Street, Palm City, Florida 34990. The name of the initial registered agent is Ralph C. Roberto.

#### ARTICLE VI. DIRECTORS

This corporation shall have one director, 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 VII. INCORPORATORS

The names, street addresses and mailing addresses of the subscribers of these Articles of Incorporation are:

Address Name

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Ralp	<u>, n</u>	<b>.</b> .	NO.	De	L CO

5605 S.W. Ranchito Street

Palm City, FL 34990

5584 S.W. Quail Hollow Street

Maureen O. Zappala

Palm City, FL 34990

### INITIAL DIRECTORS

LAW OFFICER OUGHTERSON, OUGHTERSON, PREWITT & SUNDHEIM, P.A. 110 SW OCEAN BLVD. STUART. FLORIDA BADRA

The names, street addresses and mailing addresses of the members of the first Board of Directors of this corporation are:

Name

## Address

Ralph C. Roberto

5605 S.W. Ranchito Street Palm City, FL 34990

Maureen O. Zappala

5584 S.W. Quail Hollow Street Palm City, FL 34990

## ARTICLE VIII. BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors/Shareholders.

## ARTICLE IX. AMENDMENTS

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 shareholders and approved) at a shareholders' meeting by a majority of the stock entitled to vote thereon, unless all the directors and all of the shareholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

# ARTICLE X. PREEMPTIVE RIGHTS

Upon the sale of any unissued or treasury shares of the corporation, each shareholder shall have the preemptive right to purchase his prorata share thereof at the price at which it is offered to others. This preemptive right is limited to the extent that no fractional shares will be issued or sold.

RALPH C. ROBERTO mi MAUREEN O. ZAPI

STATE OF FLORIDA COUNTY OF MARTIN

The for<u>eg</u>oing instrument was acknowledged before me this // day of JANUARY, 1995 by RALPH C. ROBERTO, who:

🕅 is personally known to me.

 has produced the below described information as identification and who did take a oath.

Type of ID ID number NOTARY PUBLIC 6 FREDERTCK SUNDHEIM (NOTARY SEAL) Printed name of Notary Public OFFICIAL NOTARY SEAL My OTARY PUBLIC STATE OF FLORIDA COMMISSION NO. CC292501 STATE OF FLORIDA MY COMMISSION EXP. JULY 19,1997 COUNTY OF MARTIN The foregoing instrument was acknowledged before me this <u>7</u> day of <u>JANUAR.</u>, 1995 by MAUREEN O. ZAPPALA, who: 🖂 is personally known to me.

() has produced the below described information as identification and who did take a oath.

Type of ID ID number 1.11 NOTARY PUBLIC <u>DHEIM</u> JR TREDERICK Printed name of Notary Public

My Commission Expires:

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(NOTARY SEAL)

OFFICIAL NOTARY SEAL FREDERICK G SUNDHEIM IR

NOTARY PUBLIC STATE OF FLORIDA

COMMISSION NO. CC292501 MY COMMISSION FXP, JULY 19,1597

LAW OFFICES OUGHTERSON, OUGHTERSON PREWITT & SUNDHEIM, P.A. BIO BW OCEAN BLVD. STUART, FLORIDA 34994

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I, RALPH C. ROBERTO, having been designated to act as Registered Agent, hereby consent to act in that capacity until removed or my resignation is submitted. RALPH T. ROBERTO FILED HI HI IA **₩** LAW OFFICES OUGHTERSON, OUGHTERSON, PREWITT & SUNDHEIM, P.A. SID SW OCEAN BLVD, STUART, PLORIDA 34944