

ABRAMS, ANTON, ROBBINS, RESNICK & SCHNEIDER, P.A.

HERNAND ABRAMS
J. A. 202

PAUL B. ANTON
J. A. 202

MILTON S. BLAUM

ALAN B. COHEN

MAURICE M. GARDIA

GENE K. GLASSER

STANLEY D. HINTZINGER

NANCY L. LA VISTA

SCOTT A. QUINN

JENNIFER E. PRICE

LEONARD ROBBINS

ROBERT M. SCHNEIDER

DAVID H. SCHULSON

KEVIN A. SHAFER

PETER H. SIEGEL

JACK C. WEISS

DAVID WEISMAN

EDWARD S. RESNICK

ALLIANCE

BOARD CERTIFIED TAX LAWYER

BOARD CERTIFIED ESTATE PLANNING

AND PROBATE LAWYER

BOARD CERTIFIED REAL ESTATE LAWYER

MEMBER OF F.C. BAR

MEMBER OF N.Y. BAR

MEMBER OF OHIO BAR

2022 FIFTH STREET

PO BOX 6327 TALLAHASSEE

FLORIDA 32314-6327

ONE EIGHT EIGHT FIFTH STREET

MIAMI GARDEN FLA

33141-1801

TELEPHONE

MIAMI (305) 921-5500

FAX (305) 925-7013

BOCA RATON & DELRAY

(407) 994-2212

(407) 994-2772

FAX (407) 997-1494

MIAMI (305) 428-9800

MIAMI (305) 941-8440

PALM BEACH (561) 833-4710

PLEASE COPY TO

Hollywood

FILE NO

HSI-0001

P9500015557

VIA CERTIFIED MAIL # Z 330 355 428

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

RECEIVED
FEB 23 1995
TALLAHASSEE, FLORIDA

RE: HORSE FEATHERS STABLES, INC.

Dear Sir or Madam:

Enclosed for filing please find one original and one copy of the Articles of Incorporation for HORSE FEATHERS STABLES, INC. Also enclosed is our firm check to cover the required filing fee. Please complete the necessary filing and return the certified copy to the undersigned in the envelope provided for your convenience.

Thank you for your prompt attention to this matter. Should you have any questions, please call my Corporate Assistant, Lisa Hirsch at Ext. 132.

Sincerely yours,

Gene K. Glasser

GKG:leh/96935
Enclosures

cc: Mary Jane Ellis
Elizabeth Hunt

FILED
95 FEB 23 PM 1:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T. BROWN ccn 2 4 1995

ARTICLES OF INCORPORATION
OF
HORSE FEATHERS STABLES, INC.

FILED
95 FEB 23 PM 1:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

The name of the Corporation is HORSE FEATHERS STABLES, INC.

ARTICLE II

The Corporation is organized for the purpose of transacting any and all business for which corporations may be formed under Chapter 607 of the Florida Statutes, as amended from time to time.

ARTICLE III

The Corporation is authorized to issue 100 shares of common stock par value \$1.00 per share.

ARTICLE IV

The address of the initial registered office of the Corporation is 11264 N.W. 60th Avenue, Reddick, FL 32686 and the name of the initial registered agent of the Corporation at such address is Mary Jane Ellis.

ARTICLE V

The initial mailing address for the Corporation is 11268 N.W. 60th Avenue, Reddick, FL 32686

ARTICLE VI

The Corporation shall have two director(s) initially and the number of directors may be increased or decreased from time to time as provided by the By-laws but shall never be less than one (1). The name(s) and address(es) of the initial Director(s) is/are as follows:

ELIZABETH HUNT
MARY JANE ELLIS

ARTICLE VII

To the fullest extent permitted by the Florida Business Corporation Act, the Corporation shall indemnify, or advance expenses to, any person made, or threatened to be made, a party to any action, suit or proceeding by reason of the fact that such person (i) is or was a director of the Corporation; (ii) is or was serving at the request of the Corporation as a director of another corporation, provided that such person is or was at the time a director of the Corporation; or (iv) is or was serving at the request of the Corporation as an officer of another corporation, provided that such person is or was at the time a director of the Corporation or a director of such other corporation, serving at the request of the Corporation. Unless otherwise expressly prohibited by the Florida Business Corporation Act, and except as otherwise provided in the previous sentence, the Board of Directors of the Corporation shall have the sole and exclusive discretion, on such terms and conditions as it shall determine, to indemnify, or advance expenses to, any person made, or threatened to be made, a party to any action, suit, or proceeding by reason of the fact that such person is or was an officer, employee or agent of the Corporation as an officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise. No person falling within the purview of this paragraph may apply for indemnification or advancement of expenses to any court of competent jurisdiction.

ARTICLE VIII

The Corporation elects not to be governed by Florida Statute Section 607.0902, as amended from time to time, relating to control share acquisitions.

ARTICLE IX

The Corporation elects not to be governed by Florida Statute Section 607.0901, as amended from time to time, concerning affiliated transactions.

ARTICLE X

The name(s) and address(es) of the incorporator(s) of this Corporation is/are Mary Jane Ellis, 11264 N.W. 60th Avenue, Reddick, FL 32686

ARTICLE XI

The Board of Directors and Shareholders may amend, repeal or adopt any By-law of and for the Corporation, but the Shareholders may prescribe that any By-law so amended, repealed or adopted by the Shareholders shall not be amended, repealed or adopted by the Board of Directors.

ARTICLE XII

The duration of the Corporation is perpetual.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 8th day of February, 1995.

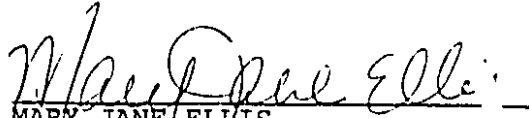


MARY JANE ELLIS

ACCEPTANCE OF APPOINTMENT
OF
REGISTERED AGENT

FILED
95 FEB 23 PM 1:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I hereby accept the appointment as registered agent contained in the foregoing Articles of Incorporation and state that I am familiar with and accept the obligations of Section 607.0505 of the Florida Statutes, as amended.


MARY JANE ELLIS

/leh/95125