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DIVISION OF CORPORATION

William W. Blue

(Requestor's Name)

606 N Washington St.

(Address)

PERRY FL 32347

(City, State, Zip)

(Phone #)

(904) 222-3533

OFFICE USE ONLY

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*****70.00 *****70.00

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. Breeding Ground Still Hunt Club, Inc.

(Corporation Name)

(Document #)

2.

(Corporation Name)

(Document #)

3.

(Corporation Name)

(Document #)

4.

(Corporation Name)

(Document #)



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Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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Examiner's Initials

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TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION
BREEDING GROUND STILL HUNT CLUB, INC.

The undersigned incorporator, for the purposes of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE I - NAME

The name of this corporation shall be BREEDING GROUND STILL HUNT CLUB, INC.

ARTICLE II - PURPOSE

This corporation shall be organized for the purpose of engaging in any business which is lawful under the laws of the state of Florida.

ARTICLE III - EXISTENCE

This corporation shall have perpetual existence.

ARTICLE IV - PRINCIPAL OFFICE

The initial street address of the principal office of this corporation shall be 1110 South Washington Street, Perry, Florida 32347.

ARTICLE V - CAPITAL STOCK

The authorized capital stock of this corporation shall consist of 100 shares of voting common stock having a par value of ten cents (10¢) each.

ARTICLE VI - PREEMPTIVE RIGHTS, CUMULATIVE VOTING

Holders of the capital stock of the corporation shall have the preemptive right to purchase any new shares of stock or securities, or rights to acquire stock or securities of the corporation. Cumulative voting shall not be allowed in the election of its directors or for any other purposes.

ARTICLE VII - REGISTERED AGENT

The registered agent of this corporation shall be William W. Blue. The address of the registered agent shall be 606 North Washington Street, Perry, Florida 32347.

ARTICLE VIII - INCORPORATOR

The name and address of the incorporator is: William W. Blue,
606 North Washington Street, Perry, Florida 32347.

ARTICLE IX - DIRECTORS

The number of directors for this corporation shall be set forth in the By-Laws. In no event, however, shall this corporation have less than one (1) or more than seven (7) directors. All members of the board of directors of this corporation shall consist of residents of Taylor County, Florida. The initial directors of this corporation are as follows:

<u>Name</u>	<u>Address</u>
Johnny Newell	Route 5, Box 52 Wright Road Perry, Fl. 32347
Jimmy Slaughter	Route 5, Box 356 Slaughter Road Perry, Fl. 32347
Rufus Slaughter	Route 4, Box 608 Boyd Road Perry, Fl. 32347

ARTICLE X - COMPENSATION OF DIRECTORS

Compensation for the directors shall be approved by a majority vote of the shareholders.

ARTICLE XI - OFFICERS

The officers of the corporation shall be president, vice president, secretary, and treasurer, and such other officers or agents as may be appointed by the board of directors. All officers, agents, or employees as may be necessary shall be chosen in such a manner, for such time, and have such duties as may be described by the By-Laws or determined by the board of directors. The names of the initial officers are as follows:

<u>Office</u>	<u>Name</u>	<u>Address</u>
President	Joel Miller	1110 South Washington Street Perry, Fl. 32347

Vice President	Lynn Gilbreath	Route 4, Box 428-12 Leon Ward Road Perry, Fl. 32347
Secretary	W.C. Blue	P.O. Box 1357 Boyd Road Perry, Fl. 32347
Treasurer	Larry Hodges	Route 4, Box 614 Boyd Road Perry, Fl. 32347

ARTICLE XII - INDEMNIFICATION

The corporation shall indemnify any person who was or is a party, or is threatened to be made a party, to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative, or investigative, by reason of the fact that he is or was a director, officer, employee, or agent of the corporation, or is, or was serving at the request of the corporation as a director, officer, employee, or agent of another corporation, partnership, joint venture, trust, or other enterprise, against expenses (including, but not limited to, attorneys' fees, judgments, fines and amounts paid in settlement) actually and reasonably incurred by him in connection with such action, suit or proceeding, including appeals, to the full extent permitted by law.

Indemnification as provided hereunder shall continue as to a person who has ceased to be a director, officer, employee, or agent and shall inure to the benefit of his heirs, executors, administrators and assigns.

The undersigned incorporator has executed these Articles of Incorporation this 27 day of February 1995.


WILLIAM W. BLUE
AS INCORPORATOR

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: BREEDING GROUND STILL
HUNT CLUB, INC.

2. The name and address of the registered agent and office
is: William W. Blue
(NAME)

606 N. Washington Street
(P.O. BOX NOT ACCEPTABLE)

Perry, Florida 32347
(CITY/STATE/ZIP)

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further 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 this 27 day of February 1995.

William W. Blue
WILLIAM W. BLUE

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TALLAHASSEE FLORIDA