

P95000023387

BLANCHARD, MERRIAM, ADEL & KIRKLAND, P.A.

ATTORNEYS AT LAW

GARRY D. ADEL
DICK BLANCHARD*
N. COLT KIRKLAND
LAUREN E. MERRIAM, III

Brand Certified Court Trial Lawyers

March 20, 1995

BROADWAY AT MAUNOLIA
4 SOUTHKANT BROADWAY
POST OFFICE BOX 1069
OCALA, FLORIDA 34476

TELECOPIER (904) 702-0017
TELEPHONE (904) 702-7211

Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314-6327

90000143687
-03/22/95--01098--017
*****70.00 *****70.00

Re: Southeastern Pro Rodeo Productions, Inc.

Gentlemen:

Enclosed for filing are an original and one copy of the Articles of Incorporation of Southeastern Pro Rodeo Productions, Inc. Also enclosed is our check in the sum of \$70.00, representing \$35.00 for the filing fee and \$35.00 for the registered agent fee.

Please return a conformed copy of the Articles of Incorporation to me in the envelope provided.

Thank you for your cooperation. If you have any questions, please contact me.

Sincerely,

900001436879

-03/22/95--01098--017

BLANCHARD, MERRIAM*****70.00 *****70.00
ADEL & KIRKLAND, P.A.

Lauren E. Merriam
Lauren E. Merriam, III

LEM/sp
Enclosures

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 MAR 22 AM 10:15

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KAN

**ARTICLES OF INCORPORATION
of
SOUTHEASTERN PRO RODEO PRODUCTIONS, INC.**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

95 MAR 22 AM 10:15

**ARTICLE I
NAME**

The name of the corporation is Southeastern Pro Rodeo Productions, Inc.

**ARTICLE II
DURATION**

The period of duration of the corporation is perpetual.

**ARTICLE III
PURPOSE**

The purpose is to engage in any activities or business permitted under the laws of the United States and Florida.

**ARTICLE IV
PRINCIPAL OFFICE AND MAILING ADDRESS**

The principal office, if known, and the mailing address of the corporation is 3030 N.E. 10th Street, Ocala, Florida 34470.

**ARTICLE V
CAPITAL STOCK**

The corporation is authorized to issue 1,000 shares, all of one class, at ONE and 00/100 (\$1.00) DOLLAR par value.

**ARTICLE VI
INITIAL REGISTERED AGENT AND OFFICE**

The name and address of the initial registered office and agent of this corporation is:

- | | |
|------------------------|---|
| (A) Registered Agent: | RUBEN R. LAMB |
| (B) Registered Office: | 3030 N.E. 10th Street
Ocala, Florida 34470 |

ARTICLE VII
INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be either increased or decreased from time to time by an amendment of the Bylaws of the corporation in the manner provided by law, but shall never be less than one (1). The name and address of the initial director of this corporation is:

RUBEN R. LAMB
3030 N.E. 10th Street
Ocala, Florida 34470

ARTICLE VIII
INCORPORATOR

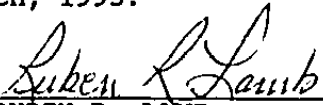
The name and address of the incorporator signing these Articles of Incorporation is:

RUBEN R. LAMB
3030 N.E. 10th Street
Ocala, Florida 34470

ARTICLE IX
AMENDMENT OF ARTICLES

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment to these Articles, and any right conferred upon the shareholders is subject to this reservation.

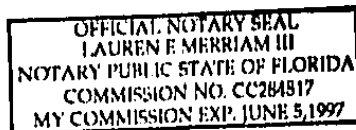
IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles this 20 day of March, 1995.



RUBEN R. LAMB

STATE OF FLORIDA)
COUNTY OF MARION)

The foregoing instrument was acknowledged before me this
20 day of March, 1995, by RUBEN R. LAMB, who is personally
known to me or who has produced FL Drivers License as
identification.



Lauren E. Merriam III
(Print Name)
Notary Public, State of Florida
My Commission Expires:

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as the registered agent for the above
corporation for the purpose of accepting service of process at the
registered office designated in the Articles of Incorporation, I
accept such appointment and am familiar with and accept the
obligations of that position.

DATED this 20 day of March, 1995.

Ruben R. Lamb
RUBEN R. LAMB
Registered Agent

P95000023387

BLANCHARD, MERRIAM, ADEL & KIRKLAND, P.A.

ATTORNEYS AT LAW

GARRY D. ADRI
DOCK BLANCHARD*
B. COLT KIRKLAND
LAUREN E. MERRIAM, III

*Board Certified Civil Trial Lawyer
^Board Certified Appellate Practitioner

March 17, 1997

BROADWAY AT MAGNOLIA
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Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314-6327

300002116479--4

-03/18/97--01093--001
*****35.00 *****35.00

Re: Southeastern Pro Rodeo Productions, Inc.
Our File No. 4754/10172

Gentlemen:

Enclosed for filing are an original and one copy of the Articles of Amendment for Southeastern Pro Rodeo Productions, Inc. Also enclosed is a check in the amount of \$35.00, representing the filing fee.

Thank you for your cooperation. If you have any questions, please contact me.

Sincerely,

BLANCHARD, MERRIAM,
ADEL & KIRKLAND, P.A.

Lauren E. Merriam
Lauren E. Merriam, III

LEM/sp
Enclosures
cc: Southeastern Pro Rodeo Productions, Inc.

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FILED
97 MAR 27 AM 11:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

March 21, 1997

Lauren E. Merriam, III
Blanchard, Merriam et al
P.O. Box 1869
Ocala, FL 34478

SUBJECT: SOUTHEASTERN PRO RODEO PRODUCTIONS, INC.
Ref. Number: P95000023387

We have received your document for SOUTHEASTERN PRO RODEO PRODUCTIONS, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please list the date of adoption of the amendment. If the corporation had a meeting and proposed the amendment, you can list that date.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6908.

Steven Harris
Corporate Specialist

Letter Number: 697A00014407

BLANCHARD, MERRIAM, ADEL & KIRKLAND, P.A.

ATTORNEYS AT LAW

GARRY D. ADEL
DOCK BLANCHARD*^A
R. COLT KIRKLAND
LAUREN E. MERRIAM, III

**Adel and Blanchard are Equal Opportunity Lawyers
Adel and Blanchard are Equal Opportunity Attorneys

March 25, 1997

BROADWAY AT MAGNOLIA
4 SOUTHWEST BROADWAY
POST OFFICE BOX 1100
OCALA, FLORIDA 34470

TELECOPIER (888) 700-0017
TELEPHONE (888) 700-7010

Florida Department of State
Division of Corporation
Post Office Box 6327
Tallahassee, Florida 32314

Attention: Mr. Steven Harris, Corporate Specialist

Re: Southeastern Pro Rodeo Productions, Inc.
Reference #P95000023387
Letter #697A00014407
Our File No. 4754/10172

Dear Mr. Harris:

Enclosed we are returning the original and one copy of the Articles of Amendment as requested. Also, enclosed are copies of the Written Action in Lieu of Directors' Meeting and Written Action in Lieu of Special Shareholders' Meeting. For your convenience, a copy of your letter dated March 21, 1997 is enclosed.

Thank you for your assistance in this matter.

Sincerely,

BLANCHARD, MERRIAM,
ADEL & KIRKLAND, P.A.

Lauren E. Merriam 
Lauren E. Merriam, III

LEM/nr
Enclosures
cc: Southeastern Pro Rodeo Productions, Inc.

**ARTICLES OF AMENDMENT
of
SOUTHEASTERN PRO RODEO PRODUCTIONS, INC.**

FILED
97 MAR 27 AM 11:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLE A
NAME OF THE CORPORATION**

The name of the corporation is SOUTHEASTERN PRO RODEO PRODUCTIONS, INC.

**ARTICLE B
TEXT OF AMENDMENT**

**ARTICLE I
NAME OF THE CORPORATION**

The name of the corporation is amended deleting it in its entirety and substituting the following: "The name of the corporation is SOUTHEASTERN PRO RODEO, INC."

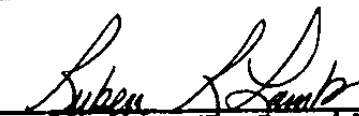
**ARTICLE C
DATE OF AMENDMENT'S ADOPTION**

The date of the Amendment's adoption is the date on which the Articles of Amendment are filed with the Secretary of State.

**ARTICLE D
ADOPTION AND APPROVAL**

The Amendment was adopted by the Board of Directors. The Amendment was approved by the shareholders. The number of votes cast for the amendment by the shareholders was sufficient for approval.

IN WITNESS WHEREOF, the undersigned President has executed these Articles of Amendment this 17 day of March, 1997.



RUBEN R. LAMB, President

WRITTEN ACTION IN LIEU OF DIRECTORS' MEETING
OF
SOUTHEASTERN PRO RODEO PRODUCTIONS, INC.

The undersigned, being all of the directors of SOUTHEASTERN PRO RODEO PRODUCTIONS, INC., a Florida corporation, hereby taken the following written action in lieu of a special meeting of directors, pursuant to the terms of Section 607.394, Florida Statutes:

1. Name of the Corporation: The name of the corporation is changed from SOUTHEASTERN PRO RODEO PRODUCTIONS, INC. to SOUTHEASTERN PRO RODEO, INC.

2. Effective Date: The effective date of the Amendment changing the name of the corporation is the date it is filed with the Secretary of State.

3. Termination and Election of Officers: All officers of the corporation are hereby terminated or removed and the following persons are elected to the offices set forth opposite their names, to serve until their successors are elected and qualified:

President:	Ruben R. Lamb
Vice President:	R. Randall Lamb
Vice President:	Justin Lamb
Secretary:	Diana Lamb
Treasurer:	Dawn Diana Lamb

Dated: 3/17, 1997



RUBEN R. LAMB, Director

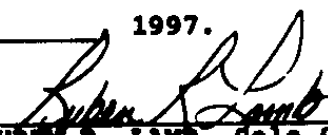
WRITTEN ACTION IN LIEU OF SPECIAL SHAREHOLDERS MEETING
OF
SOUTHEASTERN PRO RODEO PRODUCTIONS, INC.

The undersigned, being all of the shareholders of SOUTHEASTERN PRO RODEO PRODUCTIONS, INC., a Florida corporation, hereby take the following written action in lieu of a special meeting of shareholders, pursuant to the terms of Section 607.394, Florida Statutes:

1. **Name of the Corporation:** The name of the corporation is changed from SOUTHEASTERN PRO RODEO PRODUCTIONS, INC. to SOUTHEASTERN PRO RODEO, INC.

2. **Effective Date:** The effective date of the Amendment changing the name of the corporation is the date it is filed with the Secretary of State.

Dated: 3/17 1997.



RUBEN R. LAMB, Sole Shareholder