

P95000031772

H. H. TAYLOR (1882-1900)

TAYLOR, BRION, BUKER & GREENE
ESTABLISHED 1906

GEORGE F. ALLEN
LEILA D. ANDERSON
JOHN S. ANDREWS, JR.
PETER C. BIANCHI, JR.
KENNETH M. BLOOM
DAVID S. BOWMAN, JR.
WILBUR E. BREWTON, JR.
MURRAY H. DUBBIN
HAROLD L. GREENE
MICHAEL E. HILL
JOEL H. HINSKEN, JR.
W. DOUGLAS MOODY, JR.
GERALD W. MOORE, JR.
JAMES W. MOORE, JR.
THOMAS J. PALMIERI
I. ED. PANTALON
ROBERT J. PATRINO
KELLY BREWTON PLANTK
DARYL L. RUDOLF, JR.
ANTHONY F. BANCHEZ
KARL J. SCHUMER
ROBERT S. SINGER
THOMAS J. SKOLA
HENRY H. TAYLOR, JR.
ARNALDO VELAZ
R. BRUCE WALLACE

OF COUNSEL
P. TRISTAN BOUNDOIGNIE
FRANK D. HALL
BURTON HARRISON
A. STEPHEN KOTLER
ROBERT A. SPOTTSWOOD, JR.

PLEASE REPLY TO

Miami

April 17 1995

CERTIFIED MAIL
RETURN RECEIPT REQUESTED

FOURTEENTH FLOOR
501 BRICKELL AVENUE
MIAMI, FLORIDA 33131-8900
TELEPHONE (305) 377-6700
TELECOMIX (305) 371-4878

POST OFFICE BOX 1185
225 SOUTH ADAMS STREET, SUITE 200
TALLAHASSEE, FLORIDA 32302-3185
TELEPHONE (904) 822-7717
TELECOMIX (904) 822-3444

BARNETT BANK PLAZA, 12TH FLOOR
ONE EAST HOWARD BOULEVARD
FT. LAUDERDALE, FLORIDA 33301-1806
TELEPHONE (305) 522-6700
TELECOMIX (305) 522-6711

800 FLEMING STREET
KEY WEST, FLORIDA 33040-1900
TELEPHONE (305) 892-1776
TELECOMIX (305) 892-1982

8801 PONCE DE LEON
SUITE 707
CORAL GABLES, FLORIDA 33134-6984
TELEPHONE (305) 445-7577
TELECOMIX (305) 445-9044

Florida Department of State
Corporate Records Bureau
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32301

Re: SPRING STUD FARM, INC.
OUR FILE NO.: 18038-1

Dear Sirs:

Enclosed are the Articles of Incorporation for SPRING STUD FARM, INC. and a check in the amount of \$122.50 in payment of the following:

\$35.00 - Filing Fee;
\$35.00 - Registered Agent Fee;
\$52.50 - Certified Copy of the Articles of
\$122.50 Incorporation

Your prompt return of the certified copy of the Articles of Incorporation to my attention at the above address will be appreciated.

Sincerely,

Thomas J. Skola
Thomas J. Skola

TJS/sal
Enclosure

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-04/20/95--01018--003
***122.50 ***122.50

STAMP 19 PM 1:50

ARTICLES OF INCORPORATION OF

SPRING STUD FARM, INC.

I, the undersigned natural person, competent to contract, acting as incorporator of the corporation described herein (the "Corporation") under the General Corporation Law of the State of Florida, make, subscribe, acknowledge and file the following Articles of Incorporation for the Corporation.

ARTICLE I

SPRING STUD FARM, INC.

The name of the Corporation is: SPRING STUD FARM, INC.

ARTICLE II

GENERAL NATURE OF BUSINESS

The general nature of the business to be transacted is:

To engage in any activity or business permitted under the laws of the United States of America and of the State of Florida.

ARTICLE III

CAPITAL STOCK

The amount of authorized capital stock is One Thousand and 00/100 Dollars (\$1,000.00), consisting of one thousand (1,000) shares of common stock.

ARTICLE IV

PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of the Corporation of any kind, class or series, shall have the pre-emptive right to purchase his prorata share thereof (as nearly

as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE V

INITIAL CAPITAL

The amount of capital with which the Corporation will begin business shall not be less than Five Hundred Dollars (\$500.00).

ARTICLE VI

CORPORATE EXISTENCE

The Corporation is to have perpetual existence.

ARTICLE VII

PRINCIPAL OFFICE

The street address of the principal office of the Corporation in the State of Florida is 801 Brickell Avenue, 14th Floor, Miami, Florida 33131.

ARTICLE VIII

NUMBER OF DIRECTORS

The number of directors of the Corporation shall be set from time to time by the By-laws, but shall be at least one (1).

ARTICLE IX

SUBSCRIBERS

The name and street address of the subscriber of these Articles of Incorporation are:

Thomas J. Skola - 801 Brickell Avenue
14th Floor
Miami, Florida 33131

ARTICLE X

INITIAL REGISTERED OFFICE AND AGENT

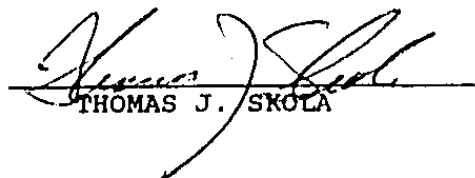
The street address of the initial registered office of the Corporation is: 801 Brickell Avenue, 14th Floor, City of Miami, County of Dade, State of Florida, and the name of the initial registered agent of the Corporation at that address is: Thomas J. Skola.

ARTICLE XI

INDEMNIFICATION

To the full extent permitted by law, the Corporation shall indemnify each person made or threatened to be made a party to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative (including one in the right of the Corporation to procure a judgment in its favor) by reason of the fact that he, or his testator or intestate, is or was a director, officer, employee or agent of the Corporation or served any other corporation, partnership, joint venture, trust or other enterprise in any capacity, at the request of the Corporation.

IN WITNESS WHEREOF, I do make and subscribe these Articles of Incorporation on this 17th day of April, 1995.

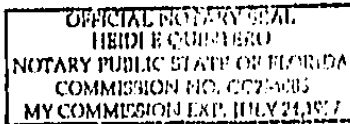

THOMAS J. SKOLA

STATE OF FLORIDA)
) SS.1
COUNTY OF DADE)

The foregoing instrument was acknowledged before me by THOMAS J. SKOLA, individually. He is personally known to me and did take oath, this 17th day of April, 1995.

Heidi E. Quintero
Notary Public, State of Florida
at Large

My Commission expires:



Name of Notary: _____

ACKNOWLEDGMENT BY REGISTERED AGENT

Having been named to accept service of process for the above-stated Corporation, at the place designated in the foregoing Articles of Incorporation, I hereby accept to act in this capacity, and agree to comply with the applicable provisions of all pertinent legislation.

By: Thomas J. Skola
Registered Agent

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