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*July*  
*June* 12, 1995

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Corporate Records Bureau  
Division of Corporations  
Department of State  
P.O. Box 6327  
Tallahassee, FL 32314

RE: FOX CREEK THGROUGHBREDS, INC.

Dear Sirs:

Enclosed please find the original and one copy of the proposed Charter for the above corporation, together with a certificate designating the resident agent and my trust account check payable to your order in amount of \$122.50 to cover the following:

Filing fee for Charter	\$35.00
Certified copy of Charter	52.50
Filing fee for Certificate Of Resident Agent	<u>35.00</u>
<b>TOTAL</b>	<b>\$122.50</b>

Please return to me a certified copy of the Charter

Let me thank you in advance for your services in this regard.

Yours very truly

JBW/akp

*AKP*  
*7-17-95*

*J. B. Walkup Jr.*  
J. B. Walkup Jr.

**FILED**  
95 JUL 13 PM 1:57  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF  
FOX CREEK THOROUGHBREDS, INC.

FILED  
95 JUL 13 PM 1:57  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE I NAME

The name of this corporation shall be FOX CREEK THOROUGHBREDS, INC.

ARTICLE II DURATION

This corporation shall commence existence upon the filing of these Articles Of Incorporation by the Department Of State and shall have perpetual existence unless sooner dissolved according to law.

ARTICLE III PURPOSE

The general nature of business and the objects and purposes, proposed to be transacted by this corporation, in addition to the general corporation powers given and authorized by the laws of the State of Florida, are to do any and all of the following, to-wit:

To raise, train, breed, race, board, purchase and sell horses, cattle, and other such livestock and animals.

In addition to the general corporate powers, for the transaction of any and all lawful business for which corporations may be incorporated under the laws of the State of Florida, including but not limited to the making and performing of contracts of any kind and description for the purpose of attaining any of the objects of the corporation, and to do and perform any and all things necessary incident to the performing and carrying out of the powers hereinabove specifically delegated or implied.

ARTICLE IV CAPITAL STOCK

The amount of the capital stock for which this corporation is authorized to issue is 100 shares of \$10.00 par value common stock.

ARTICLE V PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that

which he already holds, shall have the right to purchase his pro-rata share thereof, as nearly as may be done without issuance of fractional shares, at the price at which it is offered to others.

#### ARTICLE VI INITIAL REGISTERED OFFICE AND AGENT

The principal place of business of this corporation and the street address of the initial registered office of this corporation is 5780 S.W. 20th Street, Ocala, FL 34474, and the name of the initial registered agent of this corporation at that address is RONALD FOX.

#### ARTICLE VII CORPORATION MANAGEMENT BY STOCKHOLDERS

The business of this corporation shall be managed by the stockholders of the corporation rather than by a Board Of Directors.

#### ARTICLE VIII STOCKHOLDERS

The names and post office addresses of the stockholders of this corporation, who are of full age and who are citizens of the United States Of America, and the number of shares of stock and the value thereof are:

RONALD FOX 5780 S. W. 20th Street Ocala, FL 34474	50 shares	\$500.00
LOU FOX 5780 S. W. 20th Street Ocala, FL 34474	50 shares	\$500.00

#### ARTICLE IX OFFICERS OF THE CORPORATION

The following shall constitute and be the officers of the corporation for the first year:

RONALD FOX 5780 S. W. 20th Street Ocala, FL 34474	President, Secretary, and Treasurer
LOU FOX 5780 S. W. 20th Street Ocala, FL 34474	Vice President

ARTICLE X INCORPORATOR

The name and address of the persons signing these Articles is: RONALD FOX, 5780 S.W. 20th Street, Ocala, FL 34474.

ARTICLE XI INDEMNIFICATION

The corporation shall indemnify any officer, or any former officer, to the full extent permitted by law.

ARTICLE XII AMENDMENT

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

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles Of Incorporation this 12<sup>th</sup> day of July, 1995.

  
RONALD FOX

STATE OF FLORIDA  
COUNTY OF MARION

BEFORE ME, the undersigned notary public authorized to take acknowledgments in the State and County set forth above, personally appeared RONALD FOX personally known to me and known by me to be the person who executed the foregoing Articles Of Incorporation and he acknowledged before me that he executed those Articles Of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County last aforesaid, this 12<sup>th</sup> day of July, 1995.

NOTARY PUBLIC:

sign: 



J. B. WALKUP, JR.  
MY COMMISSION # CC 205884 EXPIRES  
JUNE 4, 1996  
BONDED THRU TROY FAIR INSURANCE, INC.

stamp: \_\_\_\_\_

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF  
PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.**

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In pursuance of Chapter 48.091, Florida Statutes, the following is  
submitted, in compliance with said Act:

FIRST -- That FOX CREEK THOROUGHBREDS, INC. is desiring to  
organize under the laws of the State of Florida with its principal  
office, as indicated in the Articles Of Incorporation at City of  
Ocala, County of Marion, State of Florida has named RONALD FOX,  
located at 5780 SW 20th Street, Ocala, FL 34474, City of Ocala,  
County of Marion, State of Florida, as its agent to accept service  
of process within this State.

**ACKNOWLEDGMENT:**

Having been named to accept service of process for the above  
state corporation, at place designated in this certificate, I  
hereby accept to act in this capacity, and agree to comply with the  
provision of said Act relative to keeping open said office.

BY: 

RONALD FOX, Resident Agent

**FILED**  
95 JUL 13 PM 1:58  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA