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LAW OFFICES

ROBERT J. SCHRAMM
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PERRY, FLORIDA 32347
904-684-7039

August 14, 1995

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32301

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
55 AUG 17 PM 4:02

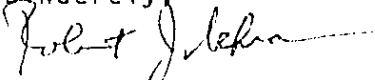
Re: Taylor County Equitation Park, Inc.

Dear Sir:

Enclosed are the Articles of Incorporation in the above styled corporation. Also enclosed is a copy of the articles which I need you to certify and return to em. My trust check in the amount of \$122.50 is enclosed for your fees.

Your cooperation and assistance in this matter will be greatly appreciated.

Sincerely,



Robert J. Schramm
Attorney at Law

RJS/afd
encs:

ROBERT J. SCHRAMM
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ARTICLES OF INCORPORATION

We, the undersigned subscribers hereby organize an entity for the purposes of becoming a corporation under the laws of the State of Florida, by and under the provisions of the Statutes of the State of Florida providing for the formation of a corporation for profit.

ARTICLE I

The name of this corporation shall be:
TAYLOR COUNTY EQUITATION PARK, INC.

ARTICLE II

The general nature of the business and the objects and purposes proposed to be transacted and carried on are to do any and all of the things herein mentions, as fully and to the same extent as natural persons might or could do, to-wit:

1. To take, acquire, buy, hold, own, maintain, work, develop, sell, convey, lease, mortgage, exchange, improve and otherwise deal in and dispose of real estate and real property and all other kinds of property of whatever nature, whether real, personal or mixed or any interest or rights herein without limits as to amounts to buy, sell, assign, convey and cancel liens upon personal property and real estate and deliver bills of exchange, promissory notes, bonds, debentures and other negotiable instruments of whatsoever nature and serve the same by mortgage on its property or otherwise; to issue on commission, subscribe for, take, acquire, hold, exchange and deal in shares, stocks, lands, obligations or securities of any government or authority, individuals or corporations.

2. To carry on the business of a holding company and to purchase and acquire any mercantile, commercial or real estate business, trade or enterprise permitted by the laws of the State of Florida and to own, hold, operate maintain, use, sell or otherwise dispose of the same, to enter into or engage in any such business, trade or enterprise.

3. To form, promote and assist financially or otherwise syndicates and associations of all kinds and to give any lawful guarantee in connection therewith or otherwise for the payment of money or for the performance of any obligations or undertakings.

4. To acquire in any manner, enjoy, utilize, hold, sell, assign, lease, mortgage or otherwise dispose of, letter patent of the United States or of any foreign county, patents, patent rights, licenses and privileges, investments, improvements and processes, copyrights, trade marks and trade names or pending applications therefore relating to or useful in connection with any business of the corporation or any other corporation in which the corporation may have an interest as a stockholder or otherwise.

5. Generally to make and perform contracts of any kind and description and for the purpose of attaining any of the objectives of the corporation; to do and perform any other act or thing and to exercise any and all powers which a co-partnership or natural person could do and which now or thereafter may be authorized by law; generally to do and perform any and all things necessary or incident to the performing and carrying

out of the powers hereinabove specifically delegated or implied.

6. The business of this corporation is from time to time to do any one or more of all of the acts and things set out above and it shall have the right to conduct its business in all its branches in or outside the State of Florida or in any other state, territory or dependency of the United States or in foreign countries, it being the intention that each of the objects, purposes and powers specified in all of the provisions of this statement of purposes shall be regarded as independent objects, purposes and powers and to be in no manner nor to any extent limited or restricted by reference or inference by or from the terms of any clause of this statement or any other paragraph of these Articles of Incorporation.

7. To operate and engage in the purchase of real estate and the construction and maintenance of buildings and additions thereto on said real estate and to operate said real estate for the use of horsemanship activities.

ARTICLE III

The commencement date for this corporation shall be on filing these Articles of Incorporation with the Secretary of state of Florida.

ARTICLE IV

CAPITAL STOCK: The total number of shares of capital stock which may be issued by this corporation is four hundred (400) shares of common stock with a nominal or par value of \$100.00 per share. The initial stock offering shall be in accordance with Section 1244 of the Internal Revenue Code.

ARTICLE V

AMOUNT OF CAPITAL TO BEGIN BUSINESS WITH: The amount of capital with which this corporation shall commence business is not less than FORTY THOUSAND (\$40,000.00) DOLLARS.

ARTICLE VI

The initial street and mailing address of the principal office of this corporation is 400 Bishop Blvd., Perry, Florida 32347, and the mailing address shall be P.O. Box 1153, Perry, Florida 32347. The Board of Directors may from time to time move the principal office of the corporation to another address.

ARTICLE VII

This corporation shall have perpetual existence.

ARTICLE VIII

The name and address of the resident agent is C. J. JOHNSON, Route 4, Box 309, Perry, Florida, 32347.

ARTICLE IX

This corporation shall have not more than 7 directors.

The names and addresses of the initial directors are:

BETTY JO JOHNSON	Route 4, Box 309, Perry, Florida 32347
C. J. JOHNSON	Route 4, Box 309, Perry, Florida 32347
CHARLES SMALLEY	Route 3, Box 541, Perry, Florida 32347
SHANNA KAY RICE	Route 1, Box 1412, Perry, Florida 32347
JACK TURNER	Route 5, Box 567, Perry, Florida 32347
DAVID KNIGHT	Route 4, Box 26, Perry, Florida 32347
GLENN YOUNG	Route 4, Box 495, Perry, Florida 32347

ARTICLE X

The names and addresses of the officers of this corporation until successors are chosen shall be:

C. J. JOHNSON, President	Route 4, Box 309, Perry, Florida 32347
JIMMY PERSONS, Vice-President	Route 5, Box 91-8, Perry, Florida 32347
BETTY JO JOHNSON, Secretary	Route 4, Box 309, Perry, Florida 32347

IN WITNESS WHEREOF, We have hereunto set our hands and seals and acknowledged to be filed in the Office of the Secretary of State, the foregoing Articles of Incorporation this 14th day of August, 1995.

C. J. Johnson
C. J. JOHNSON
Jimmy Persons
JIMMY PERSONS
Betty Jo Johnson
BETTY JO JOHNSON

STATE OF FLORIDA
COUNTY OF TAYLOR

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BEFORE ME, the undersigned authority, duly authorized to administer oaths and take acknowledgments, personally appeared C. J. JOHNSON, JIMMY PERSONS and BETTY JO JOHNSON, to me well known to be the persons who executed the foregoing Articles of Incorporation and they acknowledge before me that they signed the same for the purposes therein stated.

WITNESS my hand and official seal at Perry, County of Taylor, State of Florida, this 14th day of August, 1995.

Anita F. Davis
NOTARY PUBLIC



ANITA F. DAVIS
MY COMMISSION # CC350852 EXPIRES
March 7, 1998
BONDED THRU TROY FAIR INSURANCE, INC.

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

95 AUG 17 PM 4:02
CLERK OF DISTRICT COURT
JUDICIAL CIRCUIT IN AND FOR THE
EIGHTH JUDICIAL CIRCUIT
TALLAHASSEE, FLORIDA

In pursuance of Chapter 47.091, Florida Statutes, the
following is submitted in compliance with said Act:

First, that TAYLOR COUNTY EQUITATION PARK, INC., desiring
to organize under the laws of the State of Florida, with its
principal office at 400 Bishop Blvd., Perry, Florida 32347.

C. J. Johnson
C. J. JOHNSON

STATE OF FLORIDA
COUNTY OF TAYLOR

Sworn to and subscribed before me this 14th day of
August, 1995.

Anita F. Davis
NOTARY PUBLIC



ANITA F. DAVIS
MY COMMISSION # CC350852 EXPIRES
March 7, 1998
BONDED THRU TROY FAIR INSURANCE, INC.