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LAW OFFICES

HUME & JOHNSON P.A.

SUITE 301

1401 UNIVERSITY DRIVE

CONAL SPRING, FLORIDA 33071-0000

JOHN HUME  
HENRY W. JOHNSON  
CATHERINE W. ZIPPAY  
RICHARD B. DOBROW

April 24, 1996

TELEPHONE 755-0880  
AREA CODE 954  
FAX 755-0880

Corporate Records Bureau  
Division of Corporations  
Department of State  
Post Office Box 6327  
Tallahassee, FL 32314

Re: ABSOLUTE EQUINE CARE, INC.

300001811673  
-05/07/96--01126--006  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Gentlemen:

Enclosed are the original and one copy of the Articles of Incorporation and our check in the amount of \$70.00 in payment of the following:

Filing Fee	\$35.00
Designation of Registered Agent	<u>35.00</u>
<b>TOTAL</b>	<b>\$70.00</b>

Please return the copy of the Articles to our office after filing in the enclosed self addressed stamped envelope provided for your convenience.

Thank you.

Sincerely,

HUME & JOHNSON P.A.

*Michelle Manin*  
Michelle Manin  
Legal Assistant to  
John Hume

JH:ma  
Encl.

cc. Lenore Sturdy

FILED  
96 MAY -6 AM 8:57  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

absolute\art-inc.1tr

REGISTER MAY 13 1996

ARTICLES OF INCORPORATION  
OF  
ABSOLUTE EQUINE CARE, INC.

FILED  
96 MAY -6 AM 8:57  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE I. NAME

The name of this corporation is ABSOLUTE EQUINE CARE, INC.

ARTICLE II. DURATION

This corporation shall have perpetual existence commencing upon the filing of these Articles.

ARTICLE III. PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV. CAPITAL STOCK

This corporation is authorized to issue 100 shares of \$1.00 par value common stock which shall be designated "Common Shares."

ARTICLE V. PRE-EMPTIVE RIGHTS

The shareholders of the corporation shall have no pre-emptive right to acquire unissued or treasury shares of the corporation.

ARTICLE VI. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office and registered agent of this corporation is 3415 Barton Road, Pompano Beach, FL 33062, Florida and the name of the initial registered agent of this corporation at that address is Lenore Sturdy. The Principal office and Registered office are identical.

ARTICLE VII. INITIAL BOARD OF DIRECTORS

This corporation shall have one Director constituting the initial Board of Directors. The number of Directors may be either increased or decreased from time to time by the Bylaws. The name and address of the sole member of the initial Board of Directors of this corporation is:

NAME

ADDRESS

Lenore Sturdy

3415 Barton Road,  
Pompano Beach, FL 33062

ARTICLE VIII. INCORPORATORS

The name and address of the incorporator is:

NAME

ADDRESS

Lenore Sturdy

3415 Barton Road,  
Pompano Beach, FL 33062.

ARTICLE IX. INDEMNIFICATION

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

ARTICLE X. AMENDMENT

This corporation reserves the right to amend or repeal any provision 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 subscriber has executed these Articles of Incorporation this 17 day of April, 1996.

Lenore Sturdy  
LENORE STURDY  
Subscriber

ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent for the above-stated corporation, I agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties and I accept the duties and obligations of Section 607.0505, Florida Statutes (1995).

Lenore Sturdy  
Lenore Sturdy, Registered Agent