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AUGUST 9, 1996

CAROLINE SVENSSON
8117 STATE ROAD 52
HUDSON, FL 34667

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-08/15/96--01058--012
****122.50 ****122.50

DIVISION OF CORPORATIONS
P.O. BOX 6327
TALLAHASSEE, FL 32314

RE: ARTICLE OF INCORPORATION
C & D TACK SHOP, INC.

GENTLEMEN:

PLEASE FIND ENCLOSED THE ARTICLE OF INCORPORATION, IN
DUPLICATE, TOGETHER WITH MY CHECK, IN THE AMOUNT OF 122.50
TO COVER THE COSTS OF INCORPORATING.

PLEASE MAKE THE EFFECTIVE DATE, THE DATE FILED. IT IS
REQUESTED THAT A RECEIPTED COPY OF SAID ARTICLES BE MAILED
TO ME AT THE CORPORATE ADDRESS, 8117 STATE ROAD 52, HUDSON,
FL 34653.

VERY TRULY YOURS,


CAROLINE SVENSSON
INCORPORATOR

ENC (3)

AUG 16 1996

BS

RECEIVED
DIVISION OF STATE
TALLAHASSEE, FLORIDA

96 AUG 15 PM 4:58

FILED

ARTICLES OF INCORPORATION

OF

C & D TACK SHOP, INC.

FILED

96 AUG 15 PM 4:50

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THE UNDERSIGNED SUBSCRIBERS TO THESE ARTICLES OF INCORPORATION, EACH A NATURAL PERSON, COMPETENT TO CONTRACT, HEREBY ASSOCIATE THEMSELVES TOGETHER, TO FORM A CORPORATION FOR PROFIT, UNDER THE LAWS OF THE STATE OF FLORIDA.

ARTICLE I

THE CORPORATION WILL BE NAMED C & D TACK SHOP, INC. AND WILL HAVE BOTH PRINCIPAL AND MAILING ADDRESSES LOCATED AT 8117 STATE ROAD 52, HUDSON, FL 34667.

ARTICLE II

THE GENERAL NATURE OF BUSINESS, AND THE OBJECTS AND PURPOSES TO BE TRANSACTED AND CARRIED ON, ARE TO DO ANY AND ALL OF THE THINGS, HEREIN MENTIONED AS FULLY AND TO THE SAME EXTENT AS NATURAL PERSONS MIGHT OR COULD DO, VIZ., THE CORPORATION MAY ENGAGE IN ANY ACTIVITY OR BUSINESS PERMITTED UNDER THE LAWS OF THE UNITED STATES AND THE STATE OF FLORIDA AND SHALL POSSESS ALL OF THE POWERS GRANTED CORPORATIONS, UNDER THE PROVISIONS OF CHAPTER 607, OF THE FLORIDA STATUTES.

ARTICLE III

THE AUTHORIZED CAPITAL STOCK OF THIS CORPORATION SHALL BE 100 SHARES OF COMMON STOCK, HAVING A PAR VALUE OF \$5.00 PER SHARE.

ARTICLE IV

THE AMOUNT OF CAPITAL WITH WHICH THIS CORPORATION SHALL COMMENCE BUSINESS, SHALL BE \$500.00.

ARTICLE V

THE CORPORATION SHALL COMMENCE UPON COMPLIANCE WITH THE REQUIREMENTS OF THE FLORIDA LAW, AND ITS EXISTENCE SHALL BE PERPETUAL.

ARTICLE VI

THE NAMES AND MAILING ADDRESSES OF THE SUBSCRIBERS TO THE CERTIFICATE OF INCORPORATION ARE:

NAME -----	ADDRESS -----
CAROLINE SVENSSON	8117 STATE ROAD 52 HUDSON, FL 34667

ARTICLE VII

THE NAME AND STREET ADDRESS OF THE MEMBERS OF THE FIRST BOARD OF DIRECTORS, WHO SHALL HOLD OFFICE FOR THE FIRST YEAR OF EXISTENCE, OF THE CORPORATION OR UNTIL SUCESSORS ARE ELECTED OR APPOINTED, PURSUANT TO THE BY LAWS OF THIS CORPORATION, ARE AS FOLLOWS:

NAME -----	ADDRESS -----
CAROLINE SVENSSON	8117 STATE ROAD 52 HUDSON, FL 34667

ARTICLE VIII

THE CORPORATION SHALL BE GOVERNED BY A BOARD OF DIRECTORS OF NOT LESS THAN ONE (1), NOR MORE THAN THREE (3) DIRECTORS, WITH THE EXACT NUMBER TO BE ESTABLISHED BY THE BYLAWS OF THE CORPORATION.

ARTICLE IX

THE ARTICLES OF INCORPORATION MAY BE AMENDED IN THE MANNER PROVIDED BY LAW. EVERY AMENDMENT SHALL BE APPROVED BY A MAJORITY OF THE STOCKHOLDERS ENTITLED TO VOTE THEREON, AT A MEETING FOR SAID PURPOSE, UNLESS ALL DIRECTORS AND STOCKHOLDERS SIGN A WRITTEN STATEMENT, SETTING FORTH THEIR INTENTION THAT A CERTAIN AMENDMENT OF THESE ARTICLES BE MADE.

ARTICLE X

PURSUANT TO SECTION 48.091 OF THE FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO BE IN COMPLIANCE WITH SAID ACT:

C & D TACK SHOP, INC. DOES DESIRE TO ORGANIZE UNDER THE LAWS OF THE STATE OF FLORIDA, HAVING ITS REGISTERED OFFICE LOCATED AT 8117 STATE ROAD 52, HUDSON, FL, HAS NAMED CAROLINE SVENSSON, RESIDING AT 8117 STATE ROAD 52, HUDSON, FL, AS ITS REGISTERED AGENT, TO ACCEPT SERVICE IN THIS STATE, AT THE ABOVE ADDRESS.

IN WITNESS WHEREOF, WE HAVE HEREUNTO SET OUR HAND AND SEAL THIS
12th DAY OF Aug. 1996.
AS TO ALL INCORPORATORS:

WITNESS
Dorothy Burdette
WITNESS

CAROLINE SVENSSON
CAROLINE SVENSSON, INCORPORATOR

STATE OF FLORIDA
COUNTY OF PASCO

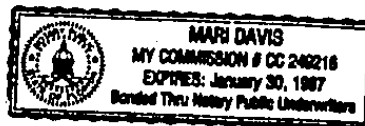
BEFORE ME, THE UNDERSIGNED AUTHORITY, PERSONALLY APPEARED, CAROLINE SVENSSON, THE INCORPORATOR DESCRIBED IN THE FOREGOING ARTICLES OF INCORPORATION, WHO AFTER BEING DULY SWORN STATED THAT SHE EXECUTED THE ARTICLES FOR THE PURPOSES AS EXPRESSED THEREIN.

SWORN TO AND SUBSCRIBED BEFORE ME THIS 12 DAY OF Aug A.D. 1996
ID EXAMINED Dr. Lic S152-102-61.821-0

Mari Davis
NOTARY PUBLIC

MY COMMISSION EXPIRES:

DOCUMENT PREPARED BY: CAROLINE SVENSSON



ACKNOWLEDGEMENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE FOREGOING CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT TO ACT IN THIS CAPACITY, AND DO AGREE TO COMPLY WITH THE PROVISIONS OF SAID ACT RELATIVE TO KEEPING OPEN SAID OFFICE.


CAROLINE SVENSSON
REGISTERED AGENT


STATE OF FLORIDA

COUNTY OF PASCO

BEFORE ME, THE UNDERSIGNED AUTHORITY, PERSONALLY APPEARED CAROLINE SVENSSON, TO ME KNOWN AS THE SAME PERSON NAMED IN THE FOREGOING ACKNOWLEDGEMENT, WHO, AFTER BEING DULY SWORN, DEPOSES AND SAYS THAT SHE EXECUTED SAID ACKNOWLEDGEMENT FOR THE PURPOSES AS THEREIN EXPRESSED.

SWORN TO AND SUBSCRIBED BEFORE ME THIS 12 DAY OF Aug A.D. 1996
IDENTIFICATION EXAMINED Dr. Licence - S152-102-61-821-0

MY COMMISSION EXPIRES:


NOTARY PUBLIC



DOCUMENT PREPARED BY: CAROLINE SVENSSON