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FROM: RICARDO MARTINEZ-CID, P.A.  
CONTACT: RICARDO MARTINEZ-CID  
PHONE: (305)859-7494

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NAME: OKEECHOBEE RANCH CORPORATION  
AUDIT NUMBER.....H97000002879  
DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.  
CERT. OF STATUS..0 PAGES..... 3  
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ARTICLES OF INCORPORATION

OKEECHOBEE RANCH CORPORATION

Article I - Name

The name of this corporation is OKEECHOBEE RANCH CORPORATION.

Article II - Purpose

This corporation is organized to provide quality to establish and manage a quality horse breeding stable and rodeo ranch, and for all other lawful businesses.

Article III- Capital Stock

This corporation is authorized to issue Ten Thousand (10,000) shares of One and No/100 (\$1.00) Dollar par value common stock.

Article IV - Preemptive Rights

Every shareholder, upon the sale for cash of any new common stock of this corporation, shall have the right to purchase his pro-rata share (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

Article V - Initial Principal, Registered Office and Agent

The principal address of the office of this corporation is 3601 N.W. 79 Street, Miami, Florida 33147 .

The name of the initial Registered Agent of this corporation is ARMANDO B. GONZALEZ of 3601 N.W. 79 Street, Miami, Florida 33147.

Article VI - Initial Board of Directors and Officers

This corporation shall have two (2) directors initially. The number of directors may either increase or diminish from time to time by the by-laws, but shall never be less than one (1). The initial directors of this corporation are JOSE L. TORRES and ARMANDO B. GONZALEZ, both of 3601 N.W. 79 Street, Miami, Florida 33147, who will also serve respectively as the president and vice-president/secretary/treasurer of the corporation.

Prepared by: Ricardo Martinez-Cid  
1699 Coral Way, Suite 510, Miami, Florida 33145  
Telephone (305) 859-7494/ Facsimile (305) 858-2513  
FLORIDA BAR NO. 157029 / AUDIT NUMBER: #97000002879

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Article VII - Incorporator

The name and address of the persons signing these Articles are JOSE L. TORRES and ARMANDO B. GONZALEZ, both of 3601 N.W. 79 Street, Miami, Florida 33147.

Article VIII - Beginning of Corporate Existence

This corporation shall begin its corporate existence on the date these articles are filed with the Secretary of State.

## Article IX - By-Laws

The power to adopt, alter, amend or repeal by-laws shall be vested in the Board of Directors and the shareholders.

IN WITNESS WHEREOF, the undersigned incorporated has executed these Articles of Incorporated, this February 13, 1997.


Jose L. Torres  
JOSE L. TORRES

ARMANDO B. GONZALEZ

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

BEFORE ME, the undersigned Notary Public, personally appeared JOSE L. TORRES and ARMANDO B. GONZALEZ, known to me personally and known by me to be the person who executed the foregoing Articles of Incorporation, and they acknowledged before me that they executed the same, and they did take an oath, and provided their Florida driver's licenses for identification.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at Miami, Dade County, Florida, this February 13, 1997.

 / Notary Public  
State of Florida at Large

OFFICIAL NOTARY STATE  
RICARDO MARTINEZ-CID  
NOTARY PUBLIC STATE OF FLORIDA  
COMMISSION NO. 60388  
MY COMMISSION EXPIRES JULY 24, 1997  
Suite 5107

Prepared by: Richard Morison  
1699 Coral Way, Suite 510, Miami, Florida 33145

FLORIDA BAR NO. 157029 / AUDIT NUMBER: H9700002879

CERTIFICATE DESIGNATING THE ADDRESS AND  
AN AGENT UPON WHOM PROCESS MAY BE SERVED

WITNESSETH:

That OKEECHOBEE RANCH CORPORATION, desiring to organize under the laws of the State of Florida, which will have its principal office in the State of Florida, County of Dade, has named ARMANDO B. GONZALEZ, located at 3601 N.W. 79 Street, Miami, Florida 33147, as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named by the first Board of Directors of  
OKEECHOBEE RANCH CORPORATION  
to accept service of process for the above-stated corporation, at the place designated in this Certificate, I hereby agree to act in the capacity of Registered Agent for said corporation, and agree to comply with the applicable provisions of the Florida Statutes this February 13, 1997.

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TALLAHASSEE, FLORIDA

  
ARMANDO B. GONZALEZ  
Registered Agent

Prepared by: Ricardo Martinez-Cid  
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