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DANIEL BREDE

Professional Association  
Attorney at Law

Suite 201, East Building  
1900 Corporate Blvd., N.W.  
Boca Raton, FL 33431

(407) 241-8996

FAX (407) 241-7859

February 12, 1997

Secretary of State  
Corporation Division  
P.O. Box 6327  
Tallahassee, FL 32314

900002089649-0115  
02/17/97 09:16  
\*\*\*122.50 \*\*\*122.50

Re: HOLISTIC EQUINE LEARNING PROGRAMS & PRODUCTS, INC.

Dear Sir/Madam:

Enclosed are the Articles of Incorporation for the captioned corporation. Also enclosed is a check in the amount of \$122.50 to cover fees as follows:

Filing fee	\$ 35.00
Resident agent fee	35.00
Certified copy	<u>52.50</u>
	\$ 122.50

Please direct the certified copy of the Articles and any questions to the undersigned at the above address.

Sincerely yours,

*J. Daniel Brede*  
J. DANIEL BREDE

JDB/nab  
Enclosures

*Dmc*  
*2/19/97*

FILED  
97 FEB 17 AM 9:16  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION**

**OF**

**HOLISTIC EQUINE LEARNING PROGRAMS & PRODUCTS, INC.**

**FILED**

**97 FEB 17 AM 9:16**

**SECRETARY OF STATE  
TALLAHASSEE, FLORIDA**

The undersigned hereby makes and subscribes to these Articles of Incorporation intending to form a corporation for profit under the provisions of Chapter 607 of the Florida Statutes.

**ARTICLE I**

The name of this corporation is HOLISTIC EQUINE LEARNING PROGRAMS & PRODUCTS, INC.

**ARTICLE II**

The corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida. While engaging in such activity or business, it may exercise all of the powers and privileges conferred by the Florida Business Corporation Act as presently in effect and as it may be amended from time to time in the future.

**ARTICLE III**

The aggregate number of shares which the corporation shall have the authority to issue shall be 10,000, \$1.00 par value common shares.

All of said stock shall be payable in cash, patents, stock, notes, accounts, claims, real estate or other property at a just valuation to be fixed by the Board of Directors at a meeting called for that purpose. Property, but not labor or services, may be purchased or paid for with the capital stock at a just valuation to be fixed by the Board of Directors at a meeting called for that purpose.

**ARTICLE IV**

The street address of the corporation shall be 6099 N.W. 80th Terrace, Parkland, Florida 33067. The name of the corporation's initial registered agent is Lesia Teel Stahl.

**ARTICLE V**

The number of directors constituting the initial Board of Directors of this corporation is two (2). The names and street addresses of the initial directors of this corporation are:

<u>Name</u>	<u>Address</u>
LESIA TEEL STAHL	6099 N.W. 80th Terrace Parkland, Florida 33067
DON DORAN	14735 S.W. 71st Avenue Road Ocala, Florida 34473

The initial directors may serve from time to time and may, by resolution, fix the number constituting the Board of Directors and may also name the persons to fill vacancies on the Board of Directors created by an increase in the number of directors which occurs between annual meetings.

#### ARTICLE VI

The name and address of the incorporator is Lesia Teel Stahl, 6099 N.W. 80th Terrace, Parkland, Florida 33067.

#### ARTICLE VII

It is the intention of the corporation to indemnify its officers, directors, employees and agents to the extent permitted by Section 607.0850, Florida Statutes.

#### ARTICLE VIII

Anything to the contrary contained in these Articles of Incorporation notwithstanding, if the shareholders of the Corporation shall so elect, they may exercise all powers and conduct the business and affairs of this Corporation in lieu of the Board of Directors.

#### ARTICLE IX

Members of the Board of Directors may participate in special meetings of the Board of Directors by means of a conference telephone as provided by law, but regular meetings of the Board of Directors must be attended in fact in person by each Director.

#### ARTICLE X

The corporation, its shareholders, or any combination of the corporation and its shareholders, may enter into agreements limiting or restricting free transfers of shares of its capital stock. Any such agreements will be valid and enforceable among the parties to such agreements and, when the existence of such

agreement is noted on the face or on the back of the certificates representing any such shares, such agreements will be binding and enforceable upon any transferee or successor of any party to such agreement.

Dated this 12 day of February, 1997.

  
LESIA TEEL STAHL, Incorporator

STATE OF FLORIDA       )  
                              ) ss.  
COUNTY OF PALM BEACH )

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized to take acknowledgments, personally appeared LESIA TEEL STAHL, known to me to be the person described in and who executed the foregoing Articles of Incorporation of HOLISTIC EQUINE LEARNING PROGRAMS & PRODUCTS, INC., and she acknowledged before me that she subscribed to these Articles of Incorporation.

WITNESS my hand and official seal in the County and State named above, this 12 day of February, 1997.

  
\_\_\_\_\_  
Notary Public  
My Commission Expires:



J DANIEL BREDA  
My Commission CC088862  
Expires Oct. 24, 2000

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

**FILED**

**97 FEB 17 AM 9:16**

**SECRETARY OF STATE  
TALLAHASSEE, FLORIDA**

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

That HOLISTIC EQUINE LEARNING PROGRAMS & PRODUCTS, INC., desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation, has named LESIA TEEL STAHL as the person upon whom process may be served at the following address:

6099 N.W. 80th Terrace  
Parkland, Florida 33067

**ACKNOWLEDGMENT:**

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

  
LESIA TEEL STAHL