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Division of Corporations

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Fax Number : (850)922-4001
From: *Rimi Novak*
Account Name : BARNETT, BOLT, KIRKWOOD & LONG
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FLORIDA PROFIT CORPORATION OR P.A.

Horse Cents, Inc.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

HORSE CENTS, INC.

The undersigned hereby organizes a corporation for profit under the provisions of the Florida Business Corporation Act, and pursuant to the following Articles of Incorporation:

ARTICLE I

Name

The name of this corporation is:

Horse Cents, Inc.

ARTICLE II

Duration

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

ARTICLE III

Principal Office and Mailing Address

The address of the principal office and the mailing address of this corporation is 3404 Tally Court, Tampa, Florida, 33618.

ARTICLE IV

Capital Stock

This corporation is authorized to issue ten thousand (10,000) shares of common stock, each with a par value of one cent (\$.01).

ARTICLE V

Preemptive Rights

This corporation elects to have preemptive rights.

Thomas G. Long, Esq.
Florida Bar No. 367321
601 Bayshore Boulevard, Suite 700
Tampa, FL 33606
(813) 253-2020
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ARTICLE VI

Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 1501 Second Avenue, Tampa, Florida, 33605, and the name of the initial registered agent of this corporation at that address is Norman S. Dominiak.

ARTICLE VII

Incorporators

The names and addresses of the incorporators are:

<u>NAME</u>	<u>ADDRESS</u>
Norman S. Dominiak	3404 Tally Court Tampa, Florida 33618
Linda J. Dominiak	3404 Tally Court Tampa, Florida 33618

ARTICLE VIII

Initial Board of Directors

This corporation shall have three (3) directors initially. The number of directors may be either increased or diminished from time to time in the manner provided in the bylaws, but shall never be less than one (1). The names and addresses of the initial directors of this corporation are:

<u>NAME</u>	<u>ADDRESS</u>
Donna L. Smith	15210 Amberly Drive Apartment 512 Tampa, Florida 33647
Deanna M. Custodi	2088 Youngstown Lockport Road Ransomville, New York 14131
Linda J. Dominiak	3404 Tally Court Tampa, Florida 33618

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ARTICLE IX

Indemnification

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

ARTICLE X

Amendment

This corporation reserves the right to amend or repeal any provisions 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 incorporators have executed these Articles of Incorporation this 5th day of November, 1998, and the undersigned registered agent acknowledges that he is familiar with, and accepts, the obligations of registered agent of this corporation.


NORMAN S. DOMINIAK
Incorporator and Registered Agent


LINDA J. DOMINIAK
Incorporator

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