

THOMAS A. GERO, C.P.A., P.A.

300 South Pine Island Road • Suite 227
Plantation, Florida 33324
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June 2, 1999

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

SUBJECT: Culbreth Quarter Horses, Inc.

Dear Sir or Madam:

Enclosed are the articles of incorporation and a check for \$78.75. Please return all correspondence concerning this matter and the articles to the following:

Thomas A. Gero
300 S. Pine Island Road, Suite 227
Plantation, Florida 33324

If you need any further information, please call me.

Very truly yours,

Thomas A. Gero

Thomas A. Gero

FILED
99 JUN -4 AM 9:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CB
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ARTICLES OF INCORPORATION
OF
CULBRETH QUARTER HORSES, INC.

FILED
99 JUN -4 AM 9:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Article I

CORPORATE NAME

The Name of this Corporation shall be:

CULBRETH QUARTER HORSES, INC.

Article II

NATURE OF CORPORATE BUSINESS

The Corporation may engage in any activity or business permitted under the laws of the United States and under the laws of the State of Florida.

Article III

CAPITAL STOCK

This corporation is authorized to issue a maximum of 1000 shares of stock. The shares of stock authorized shall be common stock having a par value of \$ 1.00 per share. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

Prepared by:
Thomas A. Gero
300 S. Pine Island Road
Suite 227
Plantation, FL 33324
954-473-8113

Article IV

INITIAL PRINCIPAL OFFICE AND MAILING ADDRESS

The Corporation's Initial Principal Office and Mailing address in the State of Florida shall be:

Culbreth Quarter Horses, Inc.
2191 Bonnett Pond Road
Chipley, FL 32428

Article V

INITIAL REGISTERED AGENT

The Corporation's initial Registered Agent in the State of Florida shall be:

<u>Name</u>	<u>Address</u>
Thomas A. Gero	300 S. Pine Island Road Suite 227 Plantation, FL 33324

Article VI

BOARD OF DIRECTORS

The number of Directors may be altered from time to time by by-laws adopted by the Shareholders. However, the Corporation shall have no less than one (1) nor more than three (3) Directors at one time.

Article VII

INITIAL DIRECTORS

The name and post office address of each member of the first Board of Directors is:

<u>Name</u>	<u>Address</u>
Dewey Culbreth	2191 Bonnett Pond Road Chipley, FL 32428
Shirley Culbreth	2191 Bonnett Pond Road Chipley, FL 32428

The members of the first Board of Directors shall hold office until the first organizational meeting of the Shareholders and Directors of the Corporation.

Article VIII

INCORPORATOR

The name and post office address of the Incorporator executing these Articles of Incorporation is as follows:

Name

Thomas A. Gero

Address

300 S. Pine Island Road
Suite 227
Plantation, FL 33324

Article IX

COMMENCEMENT DATE

Corporate existence will commence on filing of these articles.

THE UNDERSIGNED INCORPORATOR, for the purpose of forming a corporation to do business within the State of Florida, do make and file these Articles of Incorporation, hereby declaring and acknowledging that the facts herein stated are true.

Thomas A. Gero

THOMAS A. GERO
300 S. Pine Island Road
Suite 227
Plantation, FL 33324

FILED
JUN - 4 AM 9:28
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

STATE OF FLORIDA

COUNTY OF BROWARD

The foregoing instrument was acknowledged before me this 2nd day of June 1999

by THOMAS A. GERO who is personally known to me and who did not take an oath.

NOTARY PUBLIC, STATE OF FLORIDA

Name: *Barbara Glickman*

My commission expires: *1/20/2001*

Barbara Glickman
Notary Public, State of Florida
Commission No. CC 599309
My Commission Exp. 01/20/2001
Bonded Through Fla. Notary Service & Bonding Co.

Having been named to accept service of process for the above styled corporation, at the place designated in the Articles of Incorporation, I hereby accept to act in said capacity, and agree to comply with the provisions of Florida Statute 48.091.

DATED: June 2, 1999

Thomas A. Gero

THOMAS A. GERO, REGISTERED AGENT