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J. Mark Dougan  
3756 Miramontes Circle  
Wellington, FL 33414  
(561) 333-3895  
October 1, 1999

Florida Division of Corporations  
409 East Gaines Street  
Tallahassee, FL 32399  
(850) 488-9000

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-10/04/99--01103--020  
\*\*\*122.50 \*\*\*\*\*78.75

To Whom It May Concern,

Attached you will find articles of incorporation for horse crossings, inc. and a check for \$122.50. I have also included a UPS next day air package for your convenience for the return of the corporate documents.

Sincerely,

  
J. Mark Dougan

FILED  
99 OCT -4 AM 11:48  
SECRETARY OF STATE  
TALLAHASSEE, FL 32399

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99 OCT -4 AM 11:48  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

**ARTICLES OF INCORPORATION**

**FOR**

**HORSE CROSSINGS, INC.**

The undersigned subscribers of these Articles of Incorporation, natural persons competent to contract, hereby form a corporation under the laws of the State of Florida.

**ARTICLE I**

The name of this corporation is:

**HORSE CROSSINGS, INC.**

**ARTICLE II**

The general nature of the business and objects and purposes to be transacted and carried on by this corporation are:

To engage in any activity of business permitted under the laws of the United States and of this State.

**ARTICLE III**

The maximum number of shares of stock that this corporation is authorized to issue is ONE THOUSAND (1,000) shares of common stock, having nominal or par value of ONE AND 00/100 DOLLARS (\$1.00) per share.

**ARTICLE IV**

The amount of capital stock with which this corporation shall begin business is not less than ONE THOUSAND AND 00/100 DOLLARS (\$1,000.00).

**ARTICLE V**

The initial street address of this corporation is 3756 Miramontes Circle, Wellington, Florida 33414.

**ARTICLE VI**

This corporation shall have perpetual existence.

#### ARTICLE VII

This corporation shall have one (1) director initially. The number of director may be increased or may be diminished from time to time by the By-Laws adopted by the stockholders; but shall never have less than one (1).

#### ARTICLE VIII

The names and street addresses of the members of the first Board of Directors and Subscribers are:

NAME	ADDRESS
J. Mark Dougan	3756 Miramontes Circle Wellington, FL 33414

#### ARTICLE IX

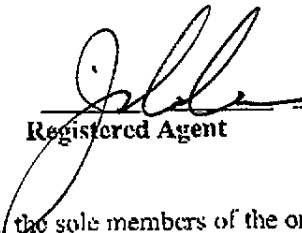
These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved at a meeting of the Board of Directors, proposed by them to the Stockholders, and approved at a Stockholders' meeting by a majority of the stock entitled to vote thereon, unless all of the Directors and all of the Stockholders sign a written statement and manifest their intention that a certain amendment to these Articles of Incorporation be made.

#### ARTICLE X

This corporation desiring to organize under the laws of the State of Florida with its principal office, as indicated in these Articles of Incorporation, in Martin, State of Florida, has named J. Mark Dougan, 3756 Miramontes Circle, Wellington, Florida 33414, as its Registered Agent to accept service and process within this State.

**ACKNOWLEDGMENT:**

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

  
Registered Agent

IN WITNESS WHEREOF, The undersigned, the sole members of the original Board of Directors and Subscribers have hereunto set our hands and seal this 18 day of September, 1999, for the purpose of forming this corporation to do business both within and without the State of Florida, and pursuant to the Laws of the State of Florida for corporations, do make and file in the office of the Secretary of State these Articles of Incorporation and certify that the facts herein are true.

  
J. MARK DOUGAN


STATE OF FLORIDA  
COUNTY OF MARTIN

I HEREBY CERTIFY that on this day, before me, a Notary Public, duly authorized to take acknowledgments and administer oaths, in the State and County aforesaid, personally appeared J. MARK DOUGAN, known to me as the sole original member of the first Board of Directors and Subscriber who executed the foregoing Articles of Incorporation.

SWORN TO AND SUBSCRIBED before me this 18 day of September, 1999.

  
NOTARY PUBLIC:

My Commission Expires:

 GEORGE L. RICHARDS  
COMMISSION # CC 572172  
EXPIRES JUL 25, 2000  
BONDED THRU  
ATLANTIC BONDING CO. INC