

97 OCT 14 AM 10:31  
SECRETARY OF STATE  
STATE OF IDAHO

ARTICLES OF INCORPORATION

OF

SUNSHINE STABLES, INC.

The undersigned, acting as incorporators of a corporation under the Idaho Business Corporation Act, adopt the following Articles of Incorporation for such corporation:

FIRST: The name of the Corporation is SUNSHINE STABLES, INC.

SECOND: The period of its duration is perpetual.

THIRD: The purposes for which the Corporation is organized is to provide Equestrian Training Services to the general public together with all related activities and the transaction of any and all lawful business for which corporations may be incorporated under the Idaho Business Corporation Act.

FOURTH: The aggregate number of shares which the Corporation shall have authority to issue is 100,000 shares, with a par value of \$ 10.00 per share.

FIFTH: There are no provisions denying pre-emptive rights.

SIXTH: The internal affairs of the Corporation shall be governed by a duly adopted code of Bylaws which shall be consistent with these Articles of Incorporation and the laws of the State of Idaho.

SEVENTH: The address of the initial registered office of the Corporation is HC 04 Box 275, St. Maries, Idaho 83861, County of Benewah, State of Idaho, and the name of the registered agent at such address is Jo K. Satterlee.

IDAHO SECRETARY OF STATE

10/14/1997 09:00  
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EIGHTH: The number of directors constituting the initial Board of Directors of the Corporation is two (2), and the names and addresses of the persons who are to serve as directors until the first annual meeting of shareholders, or until their successors are elected and shall qualify, are:

JO K. SATTERLEE

HC 04 Box 275  
St. Maries, Idaho 83861

ARTHUR M. SATTERLEE

HC 04 Box 275  
St. Maries, Idaho 83861

NINTH: The name and addresses of each incorporator is:

JO K. SATTERLEE

HC 04 Box 275  
St. Maries, Idaho 83861

ARTHUR M. SATTERLEE

HC 04 Box 275  
St. Maries, Idaho 83861

DATED THIS 1<sup>st</sup> day of October, 1997.

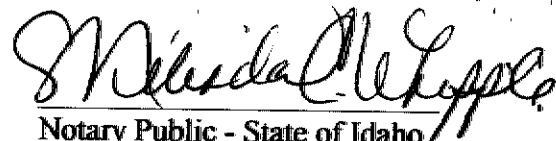
  
Jo K. Satterlee

  
Arthur M. Satterlee

STATE OF IDAHO,       )  
                                  : ss  
County of Benewah       )

On this 1<sup>st</sup> day of Oct., 1997, before me, the undersigned, a Notary Public in and for the State of Idaho, personally appeared JO K. SATTERLEE and ARTHUR M. SATTERLEE known to me to be the persons whose names are subscribed to the within instrument and acknowledged to me that they executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and seal the day and year first above written.

  
Notary Public - State of Idaho  
Residing at St. Maries therein  
My commission expires: 9/21/98