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2006 JAN -6 P 3:03

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

(Business Entity Name)

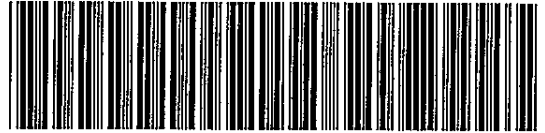
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NORM D. FUGATE, P.A.
Attorney at Law

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Norm D. Fugate
Board Certified Attorney
City, County and Local Government Law
Board Certified in Real Estate Law
January 4, 2006

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

248 Northwest Main Street
Post Office Box 98
Williston, Florida 32696
(352) 528-0019
(352) 528-4919 Fax

Department of State
Division of Corporations
Corporate Filings
Post Office Box 6327
Tallahassee, Florida 32314

SUBJECT: Buttonwood Bloodstock, LLC

The enclosed Resignation of Registered Agent for a Limited Liability Company and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

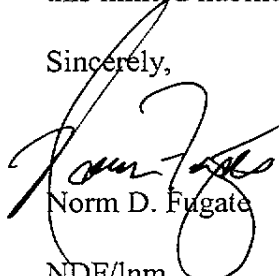
Norm D. Fugate, P.A.
Attorney at Law
Post Office Box 98
Williston, Florida 32696

For further information concerning this matter, please call:

Norm D. Fugate, P.A. at (352) 528-0019

Enclosed is a check made payable to the Florida Department of State for \$125.00 for the filing of this limited liability company.

Sincerely,



Norm D. Fugate

NDF/lmm
Enclosure

ARTICLES OF ORGANIZATION

OF

BUTTONWOOD BLOODSTOCK, LLC

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ARTICLE I - NAME

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The name of the limited liability company is Buttonwood Bloodstock, LLC, ("company").

ARTICLE II - ADDRESS

The mailing address and street address of the principal office of the Limited Liability Company is:

Principal Office Address:

17470 NE 2nd Place
Williston, Florida 32696

Mailing Address:

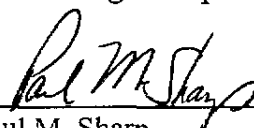
Post Office Box 591
Williston, Florida 32696

ARTICLE III - REGISTERED AGENT,
REGISTERED OFFICE, & REGISTERED AGENT'S SIGNATURE

The name and the Florida street address of the registered agent are:

Paul M. Sharp
17470 NE 2nd Street
Williston, Florida 32696

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, F.S..



Paul M. Sharp

ARTICLE IV - MANAGERS OR MANAGING MEMBERS

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The name and address of each Manager or Managing Member is as follows:

Title:
"MGR" = Manager
"MGMR" = Managing Member

Name and Address:

MGMR

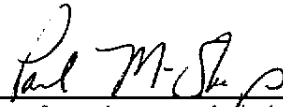
Paul M. Sharp
Post Office Box 98
Williston, Florida 32696

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE V - EFFECTIVE DATE

The effective date of the company shall be January 1, 2006.

REQUIRED SIGNATURE:



Signature of a member or an authorized representative of a member.

(In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

Paul M. Sharp

Typed or printed name of signee

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

Under the provisions of F.S. 608.415 or 608.507, Buttonwood Bloodstock, LLC, submits the following statement to designate a registered office and registered agent in the state of Florida:

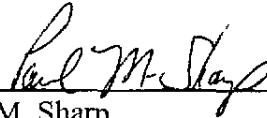
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. The name of the limited liability company is Buttonwood Bloodstock, LLC.
2. The name and address of the registered agent in Florida are:
Paul M. Sharp
17470 NE 2nd Street
Williston, Florida 32696

The undersigned, being the person named in the articles of organization of Buttonwood Bloodstock, LLC, as the registered agent of this limited liability company, hereby consents to accept service of process for the above-stated company at the place designated in the articles of organization, and accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his or her duties, and is familiar with and accepts the obligations of the position of registered agent.



Paul M. Sharp
Registered Agent