LO2GO0/5072 MARK RAINEY 967 TAMARIND CIRCLE ROCKLEDGE, FL 32955

June 14, 2002

Secretary of State Registration Section Division of Corporations 409 E. Gaines Street Tallahassee, FL 32399

100087778107810208 ****155.00 ****155.00

Re: Limestone Stables LLC

Ladies and Gentlemen:

Enclosed is an original and one copy of the Articles of Organization for Limestone Stables LLC, together with a check in the amount of \$155.00. This check represents payment for the following costs:

Filing Fees	\$100.00
Certified Copy	30.00
Registered Agent	25.00
	\$155.00

BK

Please file the enclosed Articles of Organization immediately and return the certified copy to the undersigned in the prepaid envelope provided.

Sincerely,

Mark Rainey

Enclosures

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name

The name of the Limited Liability Company is: LIMESTONE STABLES LLC

ARTICLE II - Address

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

Mailing and Street

Address:

967 Tamarind Circle

Rockledge, FL 32955

ARTICLE III - Registered Agent and Office

The name and the Florida street address of the initial registered agent of the Limited Liability Company are:

Registered Agent:

Rockytop Investments LLC

Street Address

967 Tamarind Circle Rockledge, FL 32955

ARTICLE IV - Management

The Limited Liability Company is to be managed by one or more Managers and is, therefore, a manager-managed company.

Date: June 14, 2002

LIMESTONE STABLES LLC, a Florida limited liability company

By: Rockytop Investments LLC

Manager

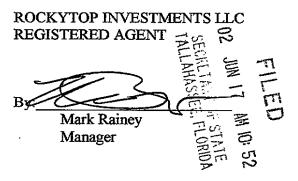
Name: Mark Rainey

Title: Manager

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

REGISTERED AGENT ACCEPTANCE

Having been named to accept service of process for the above stated limited liability company at the address designated in this certificate pursuant to the provisions of Section 608.415, Florida Statutes, the undersigned hereby agrees to act in this capacity, and further agrees to comply with the provisions of all statutes relative to the proper and complete discharge of its duties.



FILING FEES: \$100,00 Filing Fee for Articles of Organization \$25,00 Designation of Registered Agent \$30,00 Certified Copy (OPTIONAL) \$5.00 Certificate of Status (OPTIONAL)