**L03000040423**

handwritten: amend & restated

# Florida Department of State
## Division of Corporations
### Public Access System

Electronic Filing Cover Sheet

11/12

MJH

**Note:** Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

## (((H03000315033 3)))

**Note:** DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:
```
    Division of Corporations
    Fax Number     : (850)205-0383
```

From:
```
    Account Name   : BRICKLEMYER SMOLKER & BOLVES, P.A.
    Account Number : I20010000156
    Phone          : (813)223-3888
    Fax Number     : (813)228-6422
```

RECEIVED 03 NOV 12 AM 8:32

L03-40423

# LIMITED LIABILITY AMENDMENT

## PRIME E M, LLC

FILED 03 NOV 12 AM 9:26

| | |
|---|---|
| Certificate of Status | 1 |
| Certified Copy | 1 |
| Page Count | 02 |
| Estimated Charge | $60.00 |

Electronic Filing Menu       Corporate Filing       Public Access Help

FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

November 10, 2003

PRIME E M, LLC
500 EAST KENNEDY BOULEVARD, SUITE 200
TAMPA, FL  33602

SUBJECT: PRIME E M, LLC
REF: L03000040423

*See attached*

We received your electronically transmitted document.  However, the
document has not been filed.  Please make the following corrections and
refax the complete document, including the electronic filing cover sheet.

The amended and restated articles must be filed under a seperate cover
sheet.

I will process the merger, however, the amended and restated articles are
not a part of this filing.

Please make the following correction to the amended and restated articles.

A statement that the document was duly executed and filed in accordance
with section 608.411, Florida Statutes, must be contained in the document.

Please return your document, along with a copy of this letter, within 60
days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please
call (850) 245-6025.

Trevor Brumbley                         FAX Aud. #: H03000313299
Document Specialist                     Letter Number: 503A00061043

Division of Corporations - P.O. BOX 6327 -Tallahassee, Florida 32314

# AMENDED AND RESTATED
# ARTICLES OF ORGANIZATION
## OF
## PRIME E M, LLC

The undersigned member hereby executes these Amended and Restated Articles of Organization for the purpose of forming a limited liability company in accordance with Chapter 608, Florida Statutes, and to be effective as of the date of filing with and approval of the Articles of Merger between Prime E M, LLC ("Prime, LLC") and Prime Equestrian Management, Inc., a Florida corporation ("Prime, Inc.") (with Prime E M, LLC, being the surviving entity) by the Florida Department of State (the "Effective Date")

ARTICLE 1
Name

The name of this limited liability company shall be: PRIME E M, LLC.

ARTICLE 2
Mailing Address and Street Address

The mailing address and the street address of the principal office of this limited liability company is 500 East Kennedy Boulevard, Suite 200, Tampa, Florida 33602.

ARTICLE 3
Registered Agent

The initial registered agent of this limited liability company is Richard A. Schlosser, whose mailing address and street address is 500 E. Kennedy Boulevard, Suite 200, Tampa, Florida, 33602. This limited liability company shall have the right to change such registered agent and such registered office from time to time, as provided by law.

ARTICLE 4
Management

This limited liability company shall be managed by one or more managers, as more fully described in the Operating Agreement of this limited liability company.

IN WITNESS WHEREOF, the undersigned member has executed these Articles of Organization for the uses and purposes therein stated as of November 7, 2003.

This document was duly executed and filed in accordance with Section 608.411, Florida Statutes.

Randall E. Gentry, Member

FILED
03 NOV 12 AM 9: 26
SECRETARY OF STATE
TALLAHASSEE FLORIDA

## ACCEPTANCE OF SERVICE AS REGISTERED AGENT

## PRIME E M, LLC

The undersigned, Richard A. Schlosser, having been named as registered agent to accept service of process for the above-named limited liability company at the registered office designated in the Articles of Organization, hereby agrees and consents to act in that capacity. The undersigned is familiar with and accepts the duties and obligations of Section 608.415 Florida Statutes.

DATED: November 7, 2003.

RICHARD A. SCHLOSSER