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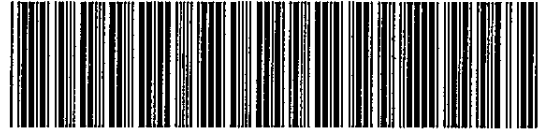
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KELLEY & WARREN, P.A.

ATTORNEYS AT LAW

GLENN D. KELLEY
RICHARD B. WARREN
BOARD CERTIFIED IN BUSINESS LITIGATION

1555 PALM BEACH LAKES BOULEVARD
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June 11, 2004

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: **CAROUSEL DRESSAGE, L.L.C.**

Dear Sir or Madam:

Enclosed please find an original and one copy of the articles of organization and a check in the amount of \$125.00 for the filing fee and certified copy for the above named company. I have also enclosed a self addressed stamped envelope for return of our copy.

If you have any questions, please do not hesitate to contact us. Thank you.

Sincerely,

KELLEY & WARREN, P.A.


Ashlie Stoken-Baring, Paralegal

Enclosure(s)

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ARTICLES OF ORGANIZATION

Carousel Dressage, L.L.C.

A LIMITED LIABILITY COMPANY

(Pursuant to Chapter 608, Florida Statutes)

1. **Name.** The name of the limited liability company is Carousel Dressage, L.L.C.
2. **Purpose.** The purpose of this limited liability company may include the transaction of any and all lawful business for which limited liability companies may be organized in the state of Florida.
3. **Address of Principal Office.** The street address of the principal office of the limited liability company is:

201 Island Drive
Jupiter, FL 33477

4. **Mailing Address.** The mailing address of the limited liability company is:

201 Island Drive
Jupiter, FL 33477

5. **Management.** The limited liability company is to be managed by one or more members and is, therefore, a member-managed company. The managing member is Emeline S. Adwers, 201 Island Drive, Jupiter, FL 33477

6. **Registered Agent and Registered Agents Signature.** The name and the Florida street address of the registered agent is:

Kelley and Warren, P.A.
1555 Palm Beach Lakes Blvd., Suite 1006
West Palm Beach, FL 33401

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.

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I further agree to comply with the provisional 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.

~~Emeline S. Adwers~~ Jan Buh for
Emeline S. Adwers Kelley & Warren, P.A.

7. **Effective Date.** The effective date of the limited liability company shall be the date of filing unless otherwise stated below:

Emeline S. Adwers
Emeline S. Adwers
Member

(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 and correct.)

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State of New Jersey in the County of MURRU to take acknowledgments, personally appeared **EMELINE S. ADWERS** to me known to be the person described in, and who executed the foregoing instrument and he acknowledged before me that he executed the same.

WITNESS my hand and official seal in the County and State last aforesaid this 3rd day of June, 2004.

James O'Shea
NOTARY PUBLIC

My commission expires: _____ (seal)

JAMES O'SHEA
NOTARY PUBLIC OF NEW JERSEY
COMMISSION EXPIRES MAY 30, 2005

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AFFIDAVIT

STATE OF NEW JERSEY)
)ss.
COUNTY OF MORRIS)

BEFORE ME the undersigned authority, personally appeared **EMELINE S. ADWERS**, who being duly sworn, deposes and says:

1. I have personal knowledge of the following and make this affidavit, pursuant to Fla. Stat. §607.407(2), in connection with the organization of Carousel Dressage, L.L.C.
2. Carousel Dressage, L.L.C. has at least one member: Emeline S. Adwers.
3. The amount of cash contributed to Carousel Dressage, L.L.C. as an initial contribution is \$5,000.00.

4. Real property described as follows has been contributed to Carousel Dressage, L.L.C.:

The South 314 feet of the North 2198 feet of that part of the West half of the Southwest Quarter together with the South Half of the Southwest Quarter of the Northwest Quarter of Section 34, Township 40 South, Range 41 East, lying North of State Road No. 706, Less the West 622 feet thereof; said lands situate, lying and being in Palm Beach County, Florida.

5. The value of the real property contributed to Carousel Dressage, L.L.C. is approximately \$1,100,000.00.

FURTHER AFFIANT SAYETH NAUGHT.


EMELINE S. ADWERS

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State of New Jersey in the County aforesaid to take acknowledgments, personally appeared **EMELINE S. ADWERS** to me known to be the person described in, and who executed the foregoing instrument and he acknowledged before me that he executed the same.

WITNESS my hand and official seal in the County and State last aforesaid this 30 day of June, 2004.


NOTARY PUBLIC

My commission expires: _____ (seal)

JAMES O'SHEA
NOTARY PUBLIC OF NEW JERSEY
COMMISSION EXPIRES MAY 30, 2005

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