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TALLAHASSEE FLORIDA

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# G. T. Kelly General Contractors, Inc.

*Construction & Development*

July 17, 2008

Florida Department of State  
Division of Corporations  
P.O. Box 6478  
Tallahassee, FL 32314

Re: Kelly International Sport Horses, LLC

To Whom It May Concern:

I have enclosed herewith original Articles of Organization for the above referenced company, together with my check in the amount of \$125.00 to cover the filing costs.

Please file this limited liability company with the Secretary of State at your earliest possible convenience. Once the documents have been filed, please forward the original to our attention. If you should have any questions or need anything further, please feel free to contact my office.

Sincerely,



George T. Kelly, IV

GTK/tar  
Enc.

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

**ARTICLES OF ORGANIZATION  
OF**

**KELLY INTERNATIONAL SPORT HORSES, LLC**

The undersigned Member, desiring to form a limited liability company under the Florida Limited Liability Company Act ("Act"), Sections 608.401 – 608.703, Florida Statutes, does hereby make and file these Articles of Organization.

**ARTICLE I**

**NAME**

The name of this limited liability company ("Company") is:

**KELLY INTERNATIONAL SPORT HORSES, LLC**

**ARTICLE II**

**PERIOD OF DURATION**

The Company will dissolve on December 31, 2038, unless sooner dissolved according to law.

**ARTICLE III**

**PRINCIPAL ADDRESS**

The mailing address and address of the Company's principal office are:

1935 Commerce Lane, #5  
Jupiter, FL 33458

ARTICLE IV


MANAGEMENT OF COMPANY AND ITS AFFAIRS

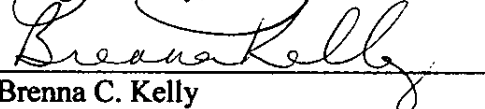
The Company is to be managed by two Managers, and is a manager-managed company. The following are the initial Managers who are to serve until the first annual meeting of Members or until its successor is elected and qualifies:

<u>Name</u>	<u>Address</u>
George T. Kelly, IV	1935 Commerce Lane, #5 Jupiter, FL 33458
Brenna C. Kelly	860 N. Orange Avenue Unit 229 Orlando, FL 32801

IN WITNESS WHEREOF, the undersigned Members have made and subscribed these Articles of Organization on the date hereinafter set forth.

Date: 7/01/08

  
George T. Kelly, IV

  
Brenna C. Kelly

Date: 06-20-08

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

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

George T. Kelly, IV  
1935 Commerce Lane, #5  
Jupiter, FL 33458

Having been named as registered agent and to accept service of process for the 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 in Chapter 608, Florida Statutes.

By:

George T. Kelly, IV

**SCHEDULE OF MEMBERS**

<u>Name</u>	<u>Percentage Interest</u>
George T. Kelly, IV 1935 Commerce Lane, #5 Jupiter, FL 33458	10%
Brenna C. Kelly 860 N. Orange Avenue Unit 229 Orlando, FL 32801	90%

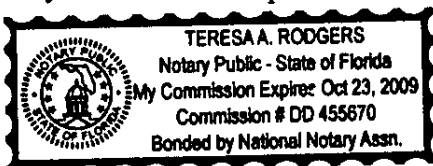
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We are the two members of the company and have contributed \$50,000.00 to the company and do not anticipate additional contributions of cash, nor is there any value of property other than cash.

State of Florida  
County of Palm Beach

The foregoing instrument was acknowledged before me this 2nd day of July, 2008, by GEORGE T. KELLY, IV and BRENNNA C. KELLY, who are personally known to me and who did/did not take an oath.

My Commission Expires:



Teresa A. Rodgers  
Notary Public  
TERESA A. RODGERS  
Printed Name