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**LLC AMND/RESTATE/CORRECT OR M/MG RESIGN
NORTHWEST FLORIDA PROFESSIONAL BASEBALL, LLC**

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SECRETARY OF
DIVISION OF CORPORATIONS

AUG 29 2014

J. HARRIS

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**AMENDED AND RESTATED
ARTICLES OF ORGANIZATION
OF
NORTHWEST FLORIDA PROFESSIONAL BASEBALL, LLC**

The undersigned, Quinton D. Studer, a natural person competent to contract and a member of Northwest Florida Professional Baseball, LLC, a Florida limited liability company (the "Company"), hereby presents these Amended and Restated Articles of Organization pursuant to the provisions of Section 605.0202, *Florida Statutes*. These Amended and Restated Articles of Organization have been duly adopted by the members of the Company.

FIRST: The Company's Articles of Organization were filed on October 20, 2010, with the Florida Department of State and assigned document number L10000109630.

SECOND: The Articles of Organization are superseded in their entirety by the provisions of these Amended and Restated Articles of Organization.

THIRD: The Company's Amended and Restated Articles of Organization (these "Articles") are set forth in their entirety as follows:

ARTICLE I - NAME

The name of the limited liability company is Northwest Florida Professional Baseball, LLC. This limited liability company is referred to in these Articles as the "Company."

ARTICLE II - PRINCIPAL OFFICE ADDRESS

The street address of the Company's principal office as of the date hereof is 351 W Cedar Street, Pensacola, FL 32502. The mailing address of the Company is P.O. Box 12587, Pensacola, FL 32591. The Company's principal office may hereafter be at such other place or places as its members from time to time may determine.

ARTICLE III - PURPOSE AND POWERS

The Company is organized for any legal and lawful purpose for which a limited liability company may be organized and shall have all powers and rights which a limited liability company may exercise pursuant to Chapter 605, *Florida Statutes*.

**ARTICLE IV - EFFECTIVE DATE OF AMENDED AND RESTATED
ARTICLES OF ORGANIZATION AND TERM OF EXISTENCE**

The effective date of these Articles shall be the date these Articles are filed with the Florida Department of State. The Company shall have a perpetual existence unless the Company is terminated as provided in its Operating Agreement.

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ARTICLE V - REGISTERED OFFICE AND AGENT

The registered office of the Company is 351 W Cedar Street, Pensacola, FL 32502 and the name of the registered agent at that address is Mary P. Studer.

ARTICLE VI - MANAGEMENT

The Company shall be a manager-managed limited liability company and will be managed in accordance with the terms of the Operating Agreement of the Company. The name and address of the current manager of the Company is as follows:

Quinton D. Studer
351 W Cedar Street
Pensacola, FL 32502

ARTICLE VII - ADMISSION OF ADDITIONAL MEMBERS

Members shall have the right to admit new members in accordance with the terms of the Operating Agreement for the Company. Contributions required of new members shall be determined as of the time of admission to the Company.

ARTICLE VIII - RESTRICTION ON MEMBERSHIP

A member may not sell or otherwise transfer his or her interest in the Company, whether represented by membership units, certificates, or a percentage interest in the Company, until the member has complied with the restrictions contained in the Operating Agreement for the Company.

ARTICLE IX - AMENDMENT

Unless otherwise provided in the Operating Agreement for the Company, these Articles of Organization or any amendment thereto may be amended in accordance with the Florida Revised Limited Liability Company Act, as it presently exists or may hereafter be amended.

[signature page follows]

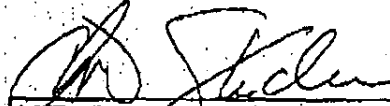
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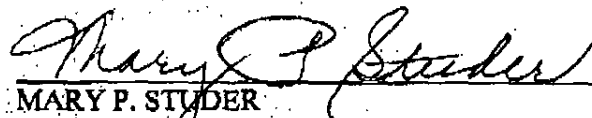
IN WITNESS WHEREOF, the undersigned member of the Company has executed these Amended and Restated Articles of Organization on the date set forth below:

MEMBER:


QUINTON D. STUDER
Date: Aug 22, 2014

REGISTERED AGENT ACCEPTANCE

I do hereby accept the foregoing designation as registered agent of Northwest Florida Professional Baseball, LLC. I am familiar with and accept the duties and obligations of such designation.


MARY P. STUDER

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