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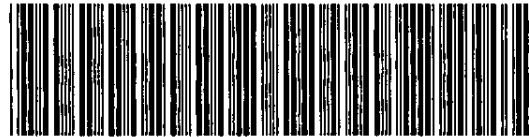
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July 31, 2013

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Re: Pauleeanna Thoroughbreds, LLC

Dear Sir/Madam:

Enclosed please find an original and one (1) copy of Articles of Amendment for the above, together with our firm's checks in the total amount of \$25.00 representing your filing fee. If all is in order, kindly file the Articles and return a copy of same to the undersigned.

If you have any questions, please do not hesitate to call.

Sincerely,

Karolyn Sheekey
Legal Assistant
encl.

**ARTICLES OF AMENDMENT
OF ARTICLES OF ORGANIZATION OF
PAULEEANNA THOROUGHBREDS, L.L.C**

Pursuant to the provisions of Florida Statute 608.411 of the Florida Limited Liability Act, the undersigned Company adopts the following Articles of Amendment of its Articles of Organization:

- FIRST: The name of the limited liability company is: Pauleeanna Thoroughbreds, L.L.C.
- SECOND: The date of filing of the Articles of Organization was: August 21, 2012
- THIRD: The Articles of Organization of Pauleeanna Thoroughbreds, L.L.C. are hereby amended as follows:

ARTICLE VII – MANAGEMENT

The business of the Company shall be managed by a manager or managers and is, therefore, a manager-managed Company. The managers are as follows:

<u>Name</u>	<u>Address</u>
Devon Lee Strickland	8400 NW 186 th Street Reddick, FL 36686
Michael Paul Wickham	9440 NW 193 rd Street Micanopy, FL 32667

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The foregoing Amendment was adopted by the members of the Company on this 31 day of July, 2013.

The aforesaid Amendment to the Articles of Organization of Pauleeanna Thoroughbreds, L.L.C. shall become effective upon filing of this Amendment with the Department of State.

DATED: July 31, 2013

Authorized Representative of a Member


Michael D. Chiumento