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Division of Corporations

Page 1 of 1

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AMENDED AND RESTATED
ARTICLES OF ORGANIZATION
OF
C&H MOTORSPORTS, LLC

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The undersigned hereby submits these Amended and Restated Articles of Organization ("A/R Articles of Organization") which amends and restates in the entirety those Articles of Organization filed April 9, 2014 ("Original Articles of Organization") of C&H Motorsports, LLC, a Florida limited liability company, and the same is submitted under the Florida Revised Limited Liability Company Act, Chapter 605, *Florida Statutes*, to be made effective as of the date of filing.

ARTICLE I - Name

The name of the Florida limited liability company, formed effective as of April 9, 2014, pursuant to the filing of the Original Articles of Organization, is C&H Motorsports, LLC (the "*Company*").

ARTICLE II - Address

The mailing and street address of the Company is 300 North Star Court, #320-322, Sanford, Florida 32771.

ARTICLE III - Duration

The period of duration for the Company shall be perpetual, unless dissolved by its membership or in accordance with the terms of an operating agreement, if any.

ARTICLE IV - Management

The Company shall be manager-managed. The name and address of the manager of the Company is Joseph D. Conte, 800 Concourse Parkway South, Suite 200, Maitland, FL 32751. Except as provided in these A/R Articles of Organization or as designated in writing by the Manager or in accordance with the terms of an operating agreement, if any, the Company shall have no officers. The Manager shall have all authority to direct the business and operations of the Company except as specifically delegated by the Manager.

The sole initial officer and the President of the Company shall be Stephen Harper. The President of the Company shall be authorized to take such acts as may be required to manage and operate the day-to-day aspects of the Company's business, however, without limiting the Manager's authority as provided in this Article IV, the Manager's specific written consent must be obtained for the performance of any of the following acts:

- (1) [Reserved];
- (2) [Reserved];
- (3) Execute and deliver legal documents necessary to carry out the Business, except for standard invoices and standard contracts for service;
- (4) Demand, receive, acknowledge and institute legal action for recovery of any and all revenues, receipts and considerations due and payable to the Company;
- (5) [Reserved];
- (6) Sell, lease, encumber or otherwise dispose of any or all of the assets of the Company;

(7) Incur (or modify) any Company Debt, and establish reserves on behalf of the Company, where the term "Company Debt" means (i) any indebtedness for borrowed money or for the deferred purchase price of property or services; (ii) all amounts owed in respect of reimbursement obligations under letters of credit, surety bonds and other similar instruments guaranteeing payment or other performance of obligations; (iii) all indebtedness for borrowed money or for the deferred purchase price of property or services secured by any lien on any property; and (iv) lease obligations that, in accordance with generally accepted accounting principles, should be capitalized;

(8) Enter into any legally binding contracts [not otherwise contemplated under item #3 above], and/or make amendments or modifications to same;

(9) Engage attorneys, accountants or other professionals or consultants for the Company;

(10) Institute or settle legal actions or claims;

(11) Hire employees;

(12) [Reserved];

(13) Indemnify any party;

(14) [Reserved];

(15) Admit any party as a member of the Company, create additional classes of membership interest or approve any transfer, sale, assignment, bequest, conveyance, devise, gift (outright or in trust), pledge, encumbrance, hypothecation, mortgage, exchange, transfer or other disposition or act of alienation on any membership interests in the Company;

(16) Dissolve or merge the Company;

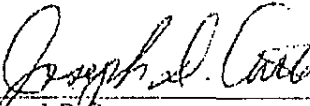
(17) Make an assignment for the benefit of creditors; file a voluntary petition in bankruptcy; file a petition or answer seeking any reorganization, arrangement, composition, readjustment, liquidation, dissolution or similar relief under any statute, law or regulation; file an answer or other pleading admitting or failing to contest the material allegations of a petition filed against the Company in any proceeding of the type described above; seek, consent to, or acquiesce in the appointment of a trustee, receiver or liquidator of the Company or of all or any substantial part of the Company's assets; or

(18) Amend these Articles.

ARTICLE V - Registered Agent

The name and Florida address of the initial registered agent of the Company is NRAI Services, Inc., 1200 South Pine Island Road, Plantation, FL 33324

Rest of page intentionally left blank. Signature page follows



Joseph DeConie
Manager
Dated as of October 24 2014

In accordance with section 605.0203(1)(b), *Florida Statutes*, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in section 817.155, *Florida Statutes*.