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# STANLEY A. GOLDSMITH ATTORNEY AT LAW 1605 MAIN STREET SUITE 1001 SARASOTA, FLORIDA 34236 (941) 955-4990

September 16, 2015 BY: UPS OVERNIGHT

Florida Secretary of State Division of Corporations Clifton Building 2661 Executive Center Circle Tallahassee, FL 32301

#### **RE: Formation of K. Lauren Racing, LLC**

Dear Sirs:

Enclosed herewith for immediate filing are Articles of Organization for K. Lauren Racing, LLC., a new Florida limited liability company. I have also enclosed my check in the amount of \$155.00 for payment of filing fees, Registered Agent fee, and certified copy fee. I would be appreciative if you immediately filed the articles and returned the certified copy to me in the pre-addressed envelope enclosed for your convenience. If you should have any questions, please feel free to contact me.

ere-truly yours

Stan Goldsmith

cc: Roger D. Smith

#### ARTICLES OF ORGANIZATION

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# <u>OF</u>

### K. LAUREN RACING, LLC

# a Florida Limited Liability Company

<u>FIRST:</u> The name of the Limited Liability Company shall be K. LAUREN RACING, L.L.C.(hereinafter referred to as the "Company").

<u>SECOND:</u> The mailing address and street address of the principal office of the Limited Liability Company is 1605 Main Street, Suite 1001, Sarasota, Florida 34236.

THIRD: The duration of the Company's existence shall be perpetual.

<u>FOURTH:</u> The purposes for which the Company is organized are any and all other lawful purposes for which a Limited Liability Company may be organized pursuant to the laws of the State of Florida and the United States.

<u>FIFTH:</u> The Company shall be managed by its Manager(s). Initially, there shall be ONE (1) Manager whose name and address is ROGER D. SMITH, 1605 Main Street, Suite 1001, Sarasota Florida 34236. ROGER D. SMITH shall also serve as Initial President, Secretary, and Treasurer of the Company. KATELYN L. SMITH, whose address is 1605 Main Street, Suite 1001, Sarasota Florida 34236 shall serve as Vice President, Assistant Secretary and Assistant Treasurer of the Company.

<u>SIXTH:</u> Company shall be initially authorized and empowered to issue one class of Membership Unit.

<u>SEVENTH:</u> By majority vote of authorized and outstanding Membership Units, the Members may agree to admit additional Members to join the Company and establish the terms of their contributions to join.

<u>EIGHTH:</u> In the event of the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a Member, or the occurrence of any other event which terminates the continued membership of a Member in the Company, the remaining Members may continue the business thereof.

<u>NINTH:</u> Whenever a Member or his legal representative requests a step-up election under Section 754 of the Internal Revenue Code as the same may be amended from time to time, such election shall be made as all Members of the Limited Liability Company, upon subscription for units therein, hereby irrevocably consent to such election when requested by any other Member.

<u>TENTH:</u> Whenever income is earned by the Company, there shall be, at a minimum, sufficient distribution of income to its Members to allow them to pay, on a timely basis, all of their U.S. Federal, State and local tax liabilities imposed by virtue of their membership interest in the Company.

ELEVENTH: The undersigned hereby form the Company.

Member:

TWELFTH: I hereby agree to serve as Initial Manager of the Company

<u>THIRTEENTH:</u> Pursuant to the provisions of Section 608.415, Florida Statutes, the Company designates the name and address of its Registered Agent and office as follows:

Stanley A. Goldsmith 1605 Main Street Suite 1001 Sarasota, Florida 34236

FOURTEENTH: To the Manager of K. Lauren Racing, L.L.C.

Having been named as Registered Agent and to accept Service of Process for the Company at the place designated in these Articles, 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 am familiar with and accept the obligations of my position as Registered Agent.

5TANLEY A. GOLDSMITH 1605 Main Street Suite 1001 Sarasota, Florida 34236

[This space intentionally left blank.]

# STATE OF FLORIDA ) COUNTY OF COUNTY OF

The foregoing was acknowledged before me this 17" day of 2015 by ROGER D. SMITH. He is personally known to me or has produced 1000 as identification and did not take an oath. If no type of identification is indicated, the above-named person is personally known to me.

Signature of

expires on



(Notary Seal)

17 17

# STATE OF FLORIDA ) COUNTY OF SARASOTA ) SS:

The foregoing was acknowledged before me this  $\frac{16^{+h}}{16^{-h}}$  day of  $\frac{5e_{1}}{16^{-h}}$ , 2015, by STANLEY A. GOLDSMITH. He is personally known to me or has produced  $\frac{1}{16^{-h}}$  as identification and did not take an oath. If no type of identification is indicated, the above-named person is personally known to me.

 Ω Deane L. J. an mar Signature of Notary Public a=1=3 Diane L. Such -1 F#0343-9 Print Name of Notary Public 10 18 I am a Notary Public of the State of -Florida, and my commission expires on <u>Nw. 16, 2018</u>

Notary Public

and my commission

Print Name of Notary Public I am a Notary Public of the State of

(Notary Seal)

