

Division of Corporations

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Florida Department of State
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FLORIDA LIMITED LIABILITY CO.

HP Race Track, LLC

Certificate of Status	0
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**ARTICLES OF ORGANIZATION
OF
HP Race Track, LLC**

Pursuant to § 605.0201 of the Florida Revised Limited Liability Company Act, Florida Statutes, as amended from time to time (the "Act"), the following are adopted as the Articles of Organization of the limited liability company organized hereby:

**ARTICLE I
NAME**

The name of the limited liability company is HP Race Track, LLC (the "Company").

**ARTICLE II
ADDRESS**

The mailing and street address of the principal office of the Company shall be 200 Riverside Avenue, Suite 5, Jacksonville, Florida 32202.

**ARTICLE III
PURPOSE**

The purpose for which the Company is organized is any and all lawful business.

**ARTICLE IV
REGISTERED AGENT AND OFFICE**

The initial registered office of the Company shall be 200 Riverside Avenue, Suite 5, Jacksonville, Florida 32202 and its initial registered agent at such office shall be Keith Goldfaden.

**ARTICLE V
MANAGEMENT**

The Company will be a manager-managed company, such that the manager(s) exclusively decide matters relating to the activities and affairs of the Company, except as otherwise provided in the operating agreement of the Company. Keith Goldfaden and W Alex Coley shall be the initial managers of the Company.

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ARTICLE VI INDEMNIFICATION

The Company shall indemnify any person who is or was a party to any proceeding by reason of the fact that such person is or was a manager, member or officer of the Company or its subsidiaries, to the fullest extent not prohibited by law, for actions taken in the capacity of such person as a manager, member or officer of the Company or its subsidiaries. To the fullest extent not prohibited by law, the Company shall advance indemnification expenses for actions taken in the capacity of such person as a manager, member or officer within twenty (20) days after receipt by the Company of (1) a written statement requesting such advance, (2) evidence of the expenses incurred, and (3) a written statement by or on behalf of such person agreeing to repay the advanced expenses if it is ultimately determined that such person is not entitled to be indemnified against such expense.

The Company by action of its manager(s), in her, his, its or their sole discretion, may indemnify any person who is or was a party to any proceeding by reason of the fact that such person is or was an employee or agent of the Company or its subsidiaries, to the fullest extent not prohibited by law, for actions taken in the capacity of such person as an employee or agent of the Company or its subsidiaries. The Company by action of its manager(s), in her, his, its or their sole discretion, may advance indemnification expenses for actions taken in the capacity of such person as an employee or agent after receipt by the Company of (1) a written statement requesting such advance, (2) evidence of the expenses incurred, and (3) a written statement by or on behalf of such person agreeing to repay the advanced expense if it is ultimately determined that such person is not entitled to be indemnified against such expenses. Absent specific action by the manager(s), the authority granted to the manager(s) in this paragraph (b) shall create no rights in the persons eligible for indemnification of advancement of expenses and shall create no obligations of the Company relating thereto.

IN WITNESS WHEREOF, the undersigned Authorized Representative of the Company has executed these Articles of Organization on behalf of the Company in accordance with § 605.0201 of the Act.

Dated July 25, 2022.

By: Keith Goldfaden
Keith Goldfaden
Authorized Representative

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**CERTIFICATE DESIGNATING REGISTERED OFFICE
AND
REGISTERED AGENT FOR THE SERVICE OF PROCESS
WITHIN FLORIDA**

In compliance with Chapter 605 of the Florida Revised Limited Liability Company Act, Florida Statutes, as amended from time to time (the "Act"), the following is submitted:

HP Race Track, LLC, desiring to organize or qualify under the laws of the State of Florida as a limited liability company pursuant to the Act, hereby designates Keith Goldfaden as its registered agent to accept service of process within the State of Florida, and the address of its registered office shall be 200 Riverside Avenue, Suite 5 Jacksonville, Florida 32202.

Dated July 25, 2022.

By: Keith Goldfaden

Keith Goldfaden
Manager

Having been named as registered agent to accept service of process for the above stated limited liability company, at the place designated in the certificate, I hereby agree to 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.

Dated July 25, 2022.

By: Keith Goldfaden

Keith Goldfaden
Registered Agent

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