

Document Number Only

L96000001111

CT CORPORATION SYSTEM

660 EAST JEFFERSON STREET

Requestor's Name
TALLAHASSEE, FL 32301

Address
222-1092

City State Zip Phone

CORPORATION(S) NAME

Peconic Racing 1996 LLC

☐ Profit
☐ NonProfit
☒ Limited Liability Co.
☐ Foreign

☐ Amendment
☐ Dissolution/Withdrawal

☐ Merger
☐ Mark

☐ Limited Partnership
☐ Reinstatement

☐ Annual Report
☐ Reservation

☐ Other
☐ Change of R.A.
☐ Fictitious Name Filing

☐ Certified Copy

☐ Photo Copies

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Acknowledgment
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10/18

SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 OCT 18 PM 3:20

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****285.00 ****285.00

RECEIVED
96 OCT 18 AM 11:56
DIVISION OF CORPORATION

CR2E031 (1-89)

D. BROWN OCT 18 1996

**ARTICLES OF ORGANIZATION
OF**

PECONIC RACING 1996, LLC.

UNDER THE FLORIDA LIMITED LIABILITY COMPANY ACT

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 OCT 18 PM 3:20

THE UNDERSIGNED, being a natural person of full age acting as organizer of Thoroughbred USA, LLC. (the "Company") under the Florida Limited Liability Company Act hereby being formed under the Florida Limited Liability Company Act, certifies that:

ARTICLE 1. NAME. The name of the Company is Peconic Racing 1996, LLC.

ARTICLE 2. ADDRESS. The Company's address is

529 South Flagler Drive
Suite 4H
West Palm Beach, Florida 33401

ARTICLE 3. DURATION. The period of duration for the Company shall be until December 31, 2026.

ARTICLE 4. MANAGEMENT. The Company is to be managed by one manager and the name and address of such manager is:

Joseph Cornacchia
529 South Flagler Drive
Suite 4H
West Palm Beach, Florida 33401

ARTICLE 5. REGISTERED AGENT. The Company's registered agent for service is:

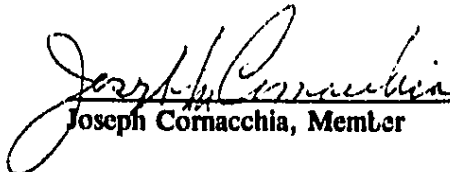
Joseph Cornacchia
529 South Flagler Drive
Suite 4H
West Palm Beach, Florida 33401

ARTICLE 6. REGISTERED OFFICE. The Company's registered office is to be located at:

529 South Flagler Drive
Suite 4H
West Palm Beach, Florida 33401

ARTICLE 7. RIGHT TO ADMIT NEW MEMBERS. A new Member may be admitted into the Company only if: (i) the Manager approves of such admission; and (ii) said new Member executes such instruments as the Manager determines are necessary or desirable to effect such admission and to confirm the agreement of the person or entity being admitted to be bound by all of the covenants, terms and conditions of the Operating Agreement then in effect. Said new Member shall receive a capital interest and an interest in the net profits and net losses and cash flow of the Company in an amount to be determined by the Manager at the time of said admission in accordance with the Operating Agreement.

IN WITNESS WHEREOF, I have subscribed this Certificate and do hereby affirm the foregoing as true under penalties of perjury, this 16 day of October 1996.

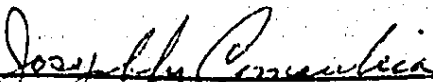


Joseph Cornacchia, Member

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of a member of Peconic Racing 1996, LLC. deposes and says:

- 1) the above named limited liability company has at least two members.
- 2) the total amount of cash contributed by the member(s) is: \$ 440,000.00
- 3) if any, the agreed value of property other than cash contributed by member(s) is: \$ --
- 4) the amount of cash or property anticipated to be contributed by member(s) is¹: \$ --
- 5) the total amount of 2, 3, and 4 is \$ 440,000.00



Signature of a member or authorized representative of a member. (In accordance with section 608.408(3) Florida Statutes, the execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

¹ Does not include capital call contributions on a quarterly basis of at least \$12,000.00 per membership Unit.

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**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 60.507, FLORIDA
STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE
FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED
AGENT, IN THE STATE OF FLORIDA.

1. The name of the limited liability company is:

Peconic Racing 1996, LLC.

2. The name and address of the registered agent and office is:

Joseph Cornacchia

(Name)

529 South Flagler Drive, Suite 4H

(P.O. Box or Mail Drop **NOT** Acceptable)

West Palm, Florida 33401

(City/State/Zip)

Having been named as registered agent and to accept service of process for the above stated
limited liability company at the place designated in this certificate. 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
I am familiar with and accept the obligations of my position as registered agent.


(Signature)

10/18/96
(Date)