

L98000002962

RICHARD E. VIMONT
TIMOTHY C. WILLS
BERNARD F. LOVELY
RICHARD M. WEHRLE
FRED E. FUGAZZI, JR.
J. STAN LEE
J. THOMAS RAWLINGS
DAWN S. LOGSDON
LAURA A. D'ANGELO
MARY E. SCHOONOVER

LAW OFFICES OF
VIMONT & WILLS P.L.C.
155 EAST MAIN STREET
LEXINGTON, KY 40507-1317

TELEPHONE (606) 252-2202
FAX (606) 259-2927

November 2, 1998

Florida Department of State
ATTN: Division of Corporations
P.O. Box 6327
Tallahassee, FL 32399

RE: Hartley/DeRenzo Stallions, LLC
Our File No. 43852

300002680973--8
-11/05/98--01040--003
****285.00 ****285.00

We are sending herewith an original plus one (1) copy of Articles of Organization for the captioned limited liability company. Please file these Articles with your office and return an attested copy to this office in the enclosed self-addressed, stamped envelope.

Our check in the amount of \$285.00 is enclosed for the filing of these Articles.

Please call with any questions you may have. Otherwise, thank you for your valuable cooperation.

Best regards,

Richard E. Vimont
Richard E. Vimont

Enclosures: Articles of Organization (orig + 1)
Check
SASE

F:\Documents\RVimont\43852\110298.L57.wpd

FILED
NOV 26 PM 3:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

L98-2962

Name	OK B-2
Availability	OK
Document	OK
Examined	OK
Updater	OK
Updater	OK
Verifier	OK
Acknowledgment	OK
W. P. Verifier	OK



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

November 9, 1998

RICHARD E. VIMONT
VIMONT & WILLS PLLC
155 EAST MAIN STREET, SUITE 300
LEXINGTON, KY 40507-1317

SUBJECT: HARTLEY/DERENZO STALLIONS, LLC
Ref. Number: W98000025242

We have received your document for HARTLEY/DERENZO STALLIONS, LLC and your check(s) totaling \$285.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

On article v you must state what the operating agreement states.,

The affidavit must set forth the amount of the cash and a description and the agreed value of property other than cash contributed by the members, and the amount anticipated to be contributed by the members.

If you have any questions concerning the filing of your document, please call (850) 487-6020.

Tammi Cline
Document Specialist

Letter Number: 298A00054227

FILED
98 NOV 26 PM 4:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

LAW OFFICES OF
VIMONT & WILLS PLLC
SUITE 300
155 EAST MAIN STREET
LEXINGTON, KY 40507-1317

RICHARD E. VIMONT
TIMOTHY C. WILLS
BERNARD F. LOVELY
RICHARD M. WEHRLE
FRED E. FUGAZZI, JR.
J. STAN LEE
J. THOMAS RAWLINGS
DAWN S. LOGSDON
LAURA A. D'ANGELO
MARY E. SCHOONOVER

TELEPHONE (606) 252-2202
FAX (606) 259-2927

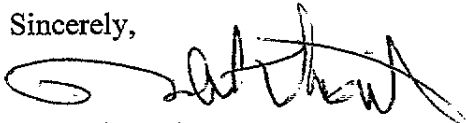
Florida Department of State
Division of Corporations
PO Box 6327
Tallahassee, Florida, 32314

Re: Hartley/DeRenzo Stallions, LLC

Dear Clerk,

Please find enclosed the revised Articles of Organization (original + 1) for the above referenced LLC. Attached is your letter regarding revisions that needed to be made. You are already in receipt of the filing fees which were not returned to us. Please file the articles and return a filed stamped copy to us in the enclosed self-addressed stamped envelope. Thank you.

Sincerely,



Richard E. Vimont

Encl: Articles (original + 1)
Florida Secretary of State letter (copy)
SASE

F:\Documents\RVimont\43852\112498.ltr.60.wpd

FILED
99 NOV 26 PM 4:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION
OF
HARTLEY/DeRENZO STALLIONS, LLC**

FILED
98 NOV 26 PM 4: 30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned hereby forms and organizes a limited liability company pursuant to the Florida Limited Liability Company Act ("the Act"), and pursuant to FL ST s 608, the following information is set forth:

ARTICLE I

The name of the limited liability company is **HARTLEY/DeRENZO STALLIONS, LLC** ("the Company").

ARTICLE II

The street address of the Company's initial registered office is 12020 N. 45 Highway 441, Ocala, Florida 34475. The name of the Company's initial registered agent at that office is Dean J. DeRenzo.

ARTICLE III

The mailing address of the initial principal place of business of the Company is 20020 N. 45 Highway 441, Ocala, Florida 34475.

ARTICLE IV

The management of the Company reserved to the members, to be exercised in accordance with the Operating Agreement of the Company. The members of the Company are: Dean J. DeRenzo of 20020 N. 45 Highway 441, Ocala, Florida 34475 and Randall Hartley of 20020 N. 45 Highway 441, Ocala, Florida 34475.

ARTICLE V

The members may admit new members by unanimous agreement as provided in the Company's operating agreement. The members may continue the business on 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 limited liability company by unanimous agreement of the remaining members within 90 days of said occurrence provided in the Company's operating agreement.

ARTICLE VI

The Company period of duration is perpetual. The Company may dissolve as provided in the Act and the Company's Operating Agreement, as amended.

ARTICLE VII

Except as otherwise provided by Florida Law, no member, manager, agent or employee of the Company shall be personally liable for the debts, obligations, or liabilities of the Company, whether arising in contract, tort or otherwise, or for the acts or omissions of any other member, manager, agent or employee of the Company.

10-27-98
DATE


BY: DEAN J. DeRENZO
TITLE: ORGANIZER

CONSENT OF INITIAL AGENT FOR SERVICE OF PROCESS TO SERVE

The undersigned hereby states that he is familiar with the requirements of a registered agent and that he agrees and consents to serve as the initial registered agent for service of process of the Company and undertake the obligations of that position.

10-27-98
DATE


BY: DEAN J. DeRENZO
Agent for Service of Process

FILED
98 NOV 26 PM 4: 30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AFFIDAVIT

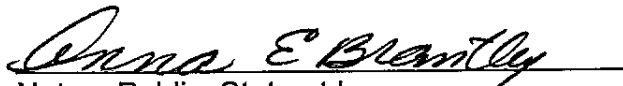
The undersigned hereby swears and affirms under penalty of perjury that the Company, HARTLEY/DeRENZO STALLIONS, LLC, a Florida LLC has at least one member and the following represents the cash and assets contributed to the Company by the initial members:

	<u>Cash</u>	<u>Other Assets</u>	<u>Agreed Value</u>
Dean J. DeRenzo	\$500.00	None	None
Randall Hartley	\$500.00	None	None

No other contributions by the Members are anticipated at this time.

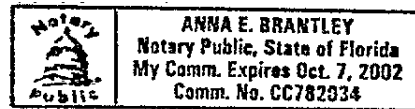

DEAN DeRENZO, Member

Subscribed, sworn to, acknowledged and affirmed before me, under penalty of perjury, by Dean DeRenzo on this the 30th day of October, 1998.


Notary Public, State at Large

My commission expires _____

F:\Documents\LDAngelo\New\hartley.art.org.102298.60.wpd



98 NOV 26 PM 4:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED