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J. FRED MILLER, III, M.D.

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SECRETARY OF STATE SECRETARY OF STATE

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FLORIDA DEPARTMENT OF STATE Division of Corporations

March 19, 2008

J FRED MILLER III 398 E MAC EWEN DR OSPREY, FL 34229

SUBJECT: MILLER THOROUGHBREDS, LLC

Ref. Number: W08000014508

We have received your document for MILLER THOROUGHBREDS, LLC and your check(s) totaling \$125.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

We are enclosing the proper form(s) with instructions for your convenience.

A certificate of existence or a <u>certificate of good standing</u>, dated no more than 90 days prior to the delivery of the application to the Department of State, duly authenticated by the secretary of state or other official having custody of the records in the jurisdiction under the laws of which it is incorporated/organized, must be submitted to this office. A translation of the certificate under oath of the translator must be attached to a certificate which is in a language other than the English language. A photocopy of this certificate is not acceptable.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6097.

Marsha Thomas Regulatory Specialist II

Letter Number: 608A00016576

APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN
LIMITED LIABILITY COMPANY TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:
1. Miller Thorough breds L.L.C. (Name of Foreign Limited Liability Company; must include "Limited Liability Company," "L.L.C.," or "LLC.")
(Name of Foreign Limited Liability Company; must include "Limited Liability Company," "L.L.C.," or "LLC.")
(If name unavailable, enter alternate name adopted for the purpose of transacting business in Florida and attach a copy of the written consent of the managers or managing members adopting the alternate name. The alternate name must include "Limited Liability
Company," "L.L.C.," "LLC.")
2. Kentucky. (Jurisdiction under the law of which foreign limited liability 3. Fed ID #65-055-1642 (FEI number, if applicable)
(Jurisdiction under the law of which foreign limited liability (FEI number, if applicable) company is organized)
no 1/1 1999
4. <u>as LLC</u> - 1999 (Date of Organization) 5. <u>Perpetual</u> (Duration: Year limited liability company will cease to exist or "perpetual")
exist or "perpetual")
6. 1985 as Miller Thorough 6 nd Fac.
6. 1985 as Miller Thorough 6 notes fac. (Date first transacted business in Florida, if prior to registration.) (See sections 608.501 & 608.502 F.S. to determine penalty liability)
Zay Mar Euro Ai
7. 398 Mac Ewen Dh. OSPRey Ela, 34229 (Street Address of Principal Office)
OSPRey, Kla, 58229 32 2
(StreeLAddress of Principal Office)
8. If limited liability company is a manager-managed company, check here
9. The name and usual business addresses of the managing members or managers are as follows:
Stred Miller 11-398 Mac Even Wr. USPRey, Fla.
Assist, Ngh. Barbara Beogle-1959 Carpenter Pike, Versailles, Ky
103131 it gr. partiara wedge 113 / carpenter vine, persante, 17
10. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of records in the jurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a
translation of the certificate under eath of the translator must be submitted.)
11 Nature of husiness or nurnoses to be conducted or promoted in Florida: $hacing and$
11. Nature of business of purposes to be conducted of promoted in Florida.
Sale of Thoroughbred Horses.
$O_{10} \sim 0^{10}$
Signature of a familiar or an outhorized representative of a manufacture
Signature of a member or an authorized representative of a member. (In accordance with section 608.408(3), F.S., the execution of this document constitutes
an affirmation under the penalties of perjury that the facts stated herein are true.)
U, 1-hed MILLER III
Typed or printed name of signee

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

Miller Thoroughbreds, LLC,
If name unavailable, the alternate name to be used in the state of Florida is:
2. The name and the Florida street address of the registered agent and office are:
I. Fred Miller II-
(Name)
398 E. Mac Ewen D.
Florida Street Address (P.O. Box NOT ACCEPTABLE)
OSPROY FL 34229 SAN TO
/ 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 registret 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 as provided for in Chapter 608, Florida Statutes.
Fred Milles III (Signature)

\$ 100.00 Filing Fee for Application
\$ 25.00 Designation of Registered Agent
\$ 30.00 Certified Copy (optional)
\$ 5.00 Certificate of Status (optional)

5/14/2008

Commonwealth of Kentucky Trey Grayson, Secretary of State

Division of Corporations Business Filings

P. O. Box 718 Frankfort, KY 40602 (502) 564-2848 http://www.sos.ky.gov

Certificate of Existence

Authentication Number: 64613

Jurisdiction: Miller Thoroughbreds, LLC

Visit http://apps.sos.kv.gov/business/obdb/certvalidate.aspx_to authenticate this certificate.

I, Trey Grayson, Secretary of State of the Commonwealth of Kentucky, do hereby certify that according to the records in the Office of the Secretary of State,

MILLER THOROUGHBREDS, LLC

is a limited liability company duly organized and existing under KRS Chapter 275, whose date of organization is December 28, 1999.

I further certify that all fees and penalties owed to the Secretary of State have been paid; that articles of dissolution have not been filed; and that the most recent annual report required by KRS 275.190 has been delivered to the Secretary of State.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my Official Seal at Frankfort, Kentucky, this 14th day of May, 2008.



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Trey Grayson
Secretary of State
Commonwealth of Kentucky
64613/0485942