

LOI 0000008799



FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

May 31, 2001

RUDEN, MCCLOSKEY ET AL

SUBJECT: HAGAN FARMS, LLC

*mcclosky*

FILED  
01 JUN - 1 PM 4: 00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

We have received your document for HAGAN FARMS, LLC, however, upon receipt of your document no check was enclosed. Please send a check or money order payable to the Department of State for \$150.00.

The fee to file the conversion and limited liability company is \$150.00.

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) 487-6025.

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS

Trevor Brumbley  
Document Specialist

Letter Number: 401A00033149

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LOI-8799  
*OR*

**CERTIFICATE OF CONVERSION  
OF  
HAGAN FARMS  
a Florida general partnership**

The undersigned, desiring to convert from Hagan Farms, a Florida general partnership (the "Partnership") to a limited liability company (the "LLC") pursuant to the laws of the State of Florida, Section 608.439 of the Florida Limited Liability Company Act, does hereby execute and file with the Secretary of State of Florida this Certificate of Conversion:

1. The Partnership is a general partnership created pursuant to an Agreement and Certificate of Partnership dated October 1, 1984, and is currently existing under the laws of the State of Florida.

2. The name of the Partnership immediately prior to the effective date (as defined below) is Hagan Farms.

3. The conversion of the Partnership to a limited liability company was unanimously approved by the partners of the Partnership.

4. The name of the LLC as set forth in the Articles of Organization, as attached hereto, is Hagan Farms, LLC.

5. The effective date of this Certificate of Conversion ("Certificate") shall be the date this Certificate is filed with the Secretary of State of the State of Florida.

Dated this 23 day of April, 2000. DH

By: *Donald Hagan*  
Donald Hagan, Partner

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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**ARTICLES OF ORGANIZATION  
OF  
HAGAN FARMS, LLC  
a Florida Limited Liability Company**

The undersigned, pursuant to the provisions of Chapter 608 of the Florida Statutes for the purpose of forming a Limited Liability Company under the laws of the State of Florida do hereby agree for the following:

1. The name of the Limited Liability Company is Hagan Farms, LLC (the "Company").
2. The mailing and street address of the principal office of the Company is: P.O. Box 570819, Miami, FL 33257.
3. The name and address of the initial registered agent in the State of Florida, whose Certification of Designation of Registered Agent/Registered Office accompanies these Articles of Organization, is: Joseph Edward Hagan, 17637 S. Dixie Highway, Miami, FL 33157.
4. The Company is to be managed by its members.

These Articles of Organization shall be effective upon filing.

The undersigned has executed these Articles of Organization on the 23 day of

April, 2000. DH

By: Donald Hagan  
Donald Hagan, Member

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
JAN - 1 PM '00

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**CERTIFICATION OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

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

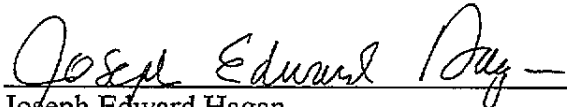
1. The name of the limited liability company is: Hagan Farms, LLC.
2. The name and address of the registered agent and office is:

Joseph Edward Hagan  
17637 S. Dixie Highway  
Miami, Florida 33157

01 JUN - 1 PM 4: 00  
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TALLAHASSEE, FLORIDA

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*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 its 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.*

  
\_\_\_\_\_  
Joseph Edward Hagan

Date: April 23, 2001