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October 3, 2001

Via Federal Express

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FLORIDA DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
409 E. GAINES STREET
TALLAHASSEE, FL 32399

10/4

Re: Majestic Farms, LLC

Dear Sir or Madam:

Please find enclosed an original and a photocopy of the Articles of Organization for the above-referenced limited liability company. Also enclosed is a check in the amount of 125.00, in payment of the filing fee. Please file the original Articles and mail a certified copy of same to me in the envelope provided.

Thank you for your assistance with this matter.

Very truly yours,

David F. Hanley
DAVID F. HANLEY

01 OCT - 4 PM 3: 30
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DFH:dh
Enclosures
cc: Majestic Farms, LLC

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**ARTICLES OF ORGANIZATION
OF
MAJESTIC FARMS, LLC**

The undersigned, intending to form a limited liability company under the Florida Limited Liability Company Act, declares that the following Articles of Organization shall serve as the Charter and authority for the conduct of business of the limited liability company.

**ARTICLE I
NAME**

This name of the limited liability company shall be Majestic Farms, LLC.

**ARTICLE II
ADDRESS**

The street address and mailing address of the principal office of this limited liability company shall be:

1122 SE 4th Street
Fort Lauderdale, FL 33301

**ARTICLE III
DURATION**

The duration of this limited liability company shall be perpetual, unless dissolved in the manner provided by law, or as provided in the Operating Agreement adopted by the members.

01 OCT -4 PM 3: 30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

**ARTICLE IV
INITIAL REGISTERED OFFICE AND REGISTERED AGENT**

The name of this limited liability company's initial registered agent is Michael J. McNerney, Esq., and the address of the initial registered office is 200 East Las Olas Boulevard, Suite #1900, Fort Lauderdale, Florida 33301.

**ARTICLE V
MEMBERSHIP RESTRICTIONS**

Members shall have the right to admit new members by unanimous consent. Contributions required of new members shall be determined as of the time of admission to the limited liability company.

A member's interest in the limited liability company may not be sold or otherwise transferred without first obtaining the unanimous written consent of all members.

On the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member, or the occurrence of any other event that terminates the continued membership of a member in this limited liability company, the remaining members shall have the right to continue the business if they unanimously consent to such continuation.

**ARTICLE VI
PURPOSES AND POWERS**

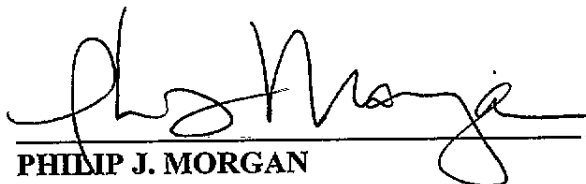
The purpose of this limited liability company is to engage in any activity or business permitted under the laws of the United States and the State of Florida.

**ARTICLE VII
MANAGEMENT**

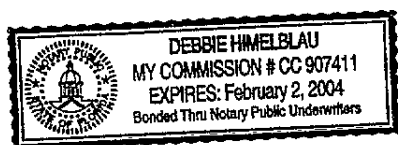
The limited liability company is to be managed by its members.

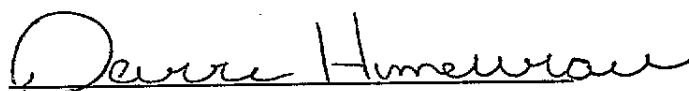
The undersigned, being an authorized representative of an initial member of this limited liability company, hereby certifies that this instrument constitutes the Articles of Organization of Majestic Farms, LLC.

Executed on this 3rd day of October, 2001.


PHILIP J. MORGAN

The foregoing instrument was acknowledged before me this 3rd day of October, 2001, by Philip J. Morgan, as authorized representative of the Member of Majestic Farms, LLC, who is personally known to me or who produced his Florida driver's license as identification, and who did not take an oath, and who acknowledged before me that he executed the same as his free and voluntary act for the uses and purposes therein set forth.




Debbie Himelblau
Notary Public - State of Florida

[Notary Stamp]

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT AND REGISTERED OFFICE**

STATE OF FLORIDA :
 : SS
COUNTY OF BROWARD :


Pursuant to the provisions of Florida Statutes Sections 608.415 and 608.407(1)(d), Majestic Farms, LLC, submits the following statement in designating its registered office and registered agent in the State of Florida:

The name of the limited liability company is Majestic Farms, LLC.

The name of the registered agent for Majestic Farms, LLC is Michael J. Mc Nerney, Esq., and the street address of the office where the agent is located is 200 East Las Olas Boulevard, Suite #1900, Fort Lauderdale, Florida 33301.

This statement is to acknowledge that, as indicated above, Majestic Farms, LLC has appointed me, Michael J. Mc Nerney, Esq., as its registered agent to accept service of process for the company at the place designated above in this certificate. I accept this 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 property and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

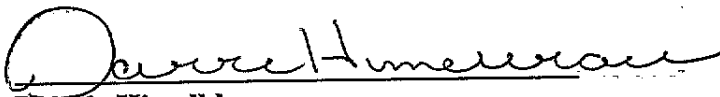
Dated this 3rd day of October, 2001.



Michael J. Mc Nerney, Esq.
Registered Agent

The foregoing instrument was acknowledged before me this 3rd day of October, 2001, by Michael J. Mc Nerney, Esq., who is personally known to me, and who did not take an oath, and who acknowledged before me that he executed the same as his free and voluntary act for the uses and purposes therein set forth.





Debbie Himelblau
Notary Public - State of Florida

[Notary Stamp]