

L040000014903

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP

WAIT

MAIL

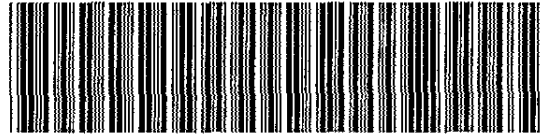
(Business Entity Name)

(Document Number)

Certified Copies X Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



200028120792

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
04 FEB 25 AM 11: 11

02/25/04 - 01027--016 **155.00

RECEIVED
04 FEB 25 AM 11: 02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

J. BRYAN FEB 25 2004

ROBERTS, ROBERTS & ROBERTS

ATTORNEYS AT LAW
2879 MADISON STREET
POST OFFICE BOX 1544
MARIANNA, FLORIDA 32447

JOHN E. ROBERTS
RUSSELL S. ROBERTS*
JOHN Y. ROBERTS

TELEPHONE
(850) 526-3865

FACSIMILE
(850) 526-3909

*ALSO ADMITTED IN MISSISSIPPI

HAND DELIVERY

February 25, 2004

Florida Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
04 FEB 25 AM 11:11

RE: TRI-STATE PEANUT PRODUCERS, L.L.C.

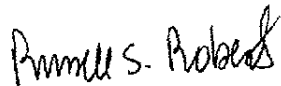
Dear Sir or Madam:

Enclosed please find the original and one copy of the Articles of Organization for the above-named for profit limited liability corporation. The resident agent designation is also enclosed. Please endorse your approval of the articles on the duplicate copy and return the same to me along with the certificate.

I have enclosed a check made payable to the Secretary of State in the sum of \$155.00 to cover the filing fee, the certified copy fee, and the certificate fee. Thank you for your attention in this matter.

If you have any questions concerning this matter, please do not hesitate to contact me.

Yours truly,



Russell S. Roberts

RSR/mb

Enclosures: As stated above

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
04 FEB 25 AM 11:11

**ARTICLES OF ORGANIZATION
OF TRI-STATE PEANUT PRODUCERS, L.L.C.
AND DESIGNATION OF REGISTERED AGENT**

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, Florida Statutes Chapter 608, hereby makes, acknowledges, and files the following Articles of Organization.

ARTICLE I -- NAME

The name of the limited liability company shall be: TRI-STATE PEANUT PRODUCERS, L.L.C. (the "Company").

ARTICLE II -- ADDRESS

The street address of the principal office of the company shall be: 5217 Eight Avenue, Malone, Florida 32445, with the privilege of having its offices and branches at other places within or without the State of Florida. The mailing address of the principal office of the company shall be: Post Office Box 157, Malone, Florida 32445.

ARTICLE III -- DURATION

The company shall commence its existence on the date these articles of organization are filed by the Florida Department of State. The company's existence shall be perpetual unless the company is earlier dissolved as provided in these articles of organization.

ARTICLE IV -- REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the company in the State of Florida is: Russell S. Roberts, 2879 Madison Street, Marianna, Florida 32446.

ARTICLE V -- CAPITAL AND ADDITIONAL CONTRIBUTIONS

Each member shall make capital contributions and additional capital contributions to the company only on the unanimous consent of all the members or otherwise in accordance with a written agreement between the Members.

ARTICLE VI -- ADMISSION OF NEW MEMBERS

No additional members shall be admitted to the company except with the unanimous written consent of all the members of the company and on such terms and conditions as shall

SECRETARY OF STATE
TALLAHASSEE, FLORIDA
04 FEB 25 AM 11:11

be determined by all the members. A member may transfer his or her interest in the company as set forth in the regulations of the company, but the transferee shall have no right to participate in the management of the business and affairs of the company or become a member unless all the other members of the company other than the member proposing to dispose of his or her interest approve of the proposed transfer by unanimous written consent. Any assignment or transfer of a member's interest shall be subject to these articles and to any and all regulations or member's agreement in existence at the time of the transfer.

ARTICLE VII -- TERMINATION OF EXISTENCE

The company shall not be dissolved on the death, bankruptcy, or dissolution of a member or manager, unless unanimously agreed by the remaining or surviving members.

ARTICLE VIII -- MANAGEMENT

The company shall be managed by the managing members in accordance with regulations adopted by the members for the management of the business and affairs of the company. These regulations may contain any provisions for the regulation and management of the affairs of the company not inconsistent with law or these articles of organization.

The names and addresses of the initial managing members and the members of the company are as follows:

Edwin L. Averett
6011 West State Highway 27
Chancellor, Alabama 36316
Managing Member

Billy W. Croft
4795 Old U.S. Road
Marianna, Florida 32446
Managing Member

Larry Ford
5016 Ford Road
Greenwood, Florida 32443
Managing Member

Jay McCallister
1720 South State Highway 95
Gordon, Alabama 36343
Member

Jeff McCallister
1698 South State Highway 95
Gordon, Alabama 36343
Managing Member

Mark Peacock
27513 State Road 71 North
Altha, Florida 32423
Managing Member

Jeffery C. Pittman
6429 Lovedale Road
Bascom, Florida 32423
Managing Member

Bobby Womble
3681 Phil Spooner Road
Donalsonville, Georgia 39845
Managing Member

David Womble
500 J.Q. Harvey Road
Jakin, Georgia 39861
Member

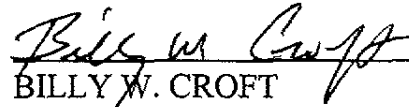
Larry McArthur, As Trustee of the Larry
McArthur Revocable Trust Dated 5/24/2000
5567 Highway 2
Bascom, Florida 32423
Managing Member

SECRETARY OF STATE
TALLAHASSEE, FLORIDA
FEB 25 AM 11:11

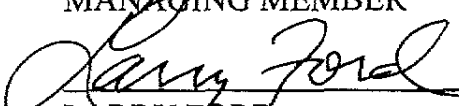
IN WITNESS WHEREOF, the undersigned organizers have made and
subscribed these Articles of Organization on this 24th day of February, 2004.



EDWIN L. AVERETT
MANAGING MEMBER



BILLY W. CROFT
MANAGING MEMBER



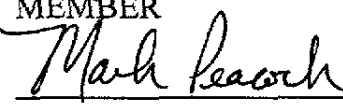
LARRY FORD
MANAGING MEMBER



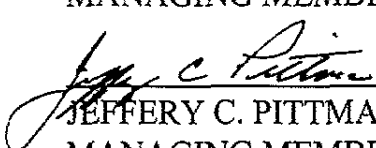
JAY MCCALLISTER
MANAGING MEMBER




JEFF MCCALLISTER
MEMBER



MARK PEACOCK
MANAGING MEMBER



JEFFERY C. PITTMAN
MANAGING MEMBER



BOBBY WOMBLE
MANAGING MEMBER

David Womble

DAVID WOMBLE
MEMBER

Larry McArthur

LARRY MCARTHUR, AS TRUSTEE OF
THE LARRY MCARTHUR
REVOCABLE TRUST DATED 5/24/00
MANAGING MEMBER

FILED STATE
SECRETARY OF
TALLAHASSEE, FLORIDA
01 FEB 25 AM 11:11

STATE OF FLORIDA:
COUNTY OF JACKSON:

THE FOREGOING INSTRUMENT was acknowledged before me this 24th day of February, 2004, by EDWIN L. AVERETT, who is personally known to me or who has produced AL DL # 3180424 as identification and who did take an oath.

[SEAL]



Melanie B Baggett
My Commission CC962939
Expires October 6, 2004

Melanie B Baggett

MELANIE B. BAGGETT
Notary Public
My Commission Expires:

STATE OF FLORIDA:
COUNTY OF JACKSON:

THE FOREGOING INSTRUMENT was acknowledged before me this 24th day of February, 2004, by BILLY W. CROFT, who is personally known to me or who has produced FL DL C613-079-47-310-0 as identification and who did take an oath.

[SEAL]



Melanie B Baggett
My Commission CC962939
Expires October 6, 2004

Melanie B Baggett

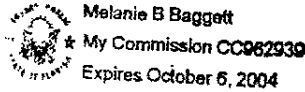
MELANIE B. BAGGETT
Notary Public
My Commission Expires:

STATE OF FLORIDA:
COUNTY OF JACKSON:

THE FOREGOING INSTRUMENT was acknowledged before me this 24th day of

February, 2004, by LARRY FORD, who is personally known to me or who has produced FL DL F630-312-45-289-0 as identification and who did take an oath.

[SEAL]



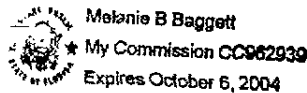
Melanie B Baggett
MELANIE B. BAGGETT
Notary Public
My Commission Expires:

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
04 FEB 25 AM 11:11

STATE OF FLORIDA:
COUNTY OF JACKSON:

THE FOREGOING INSTRUMENT was acknowledged before me this 24th day of February, 2004, by JAY MCCALLISTER, who is personally known to me or who has produced AL DL # 5118467 as identification and who did take an oath.

[SEAL]

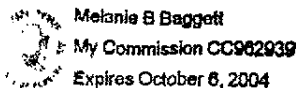


Melanie B Baggett
MELANIE B. BAGGETT
Notary Public
My Commission Expires:

STATE OF FLORIDA:
COUNTY OF JACKSON:

THE FOREGOING INSTRUMENT was acknowledged before me this 24th day of February, 2004, by JEFF MCCALLISTER, who is personally known to me or who has produced AL DL # 5377068 as identification and who did take an oath.

[SEAL]



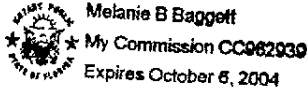
Melanie B Baggett
MELANIE B. BAGGETT
Notary Public
My Commission Expires:

STATE OF FLORIDA:
COUNTY OF JACKSON:

THE FOREGOING INSTRUMENT was acknowledged before me this 24th day of

February, 2004, by MARK PEACOCK, who is personally known to me or who has produced
FL DL P220-544-60-309-0 as identification and who did take an oath.

[SEAL]



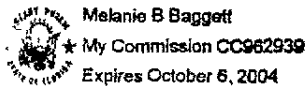
Melanie B Baggett
MELANIE B. BAGGETT
Notary Public
My Commission Expires:

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
04 FEB 25 AM 11:11

STATE OF FLORIDA:
COUNTY OF JACKSON:

THE FOREGOING INSTRUMENT was acknowledged before me this 24th day of
February, 2004, by JEFFERY C. PITTMAN, who is personally known to me or who has
produced FL DL P355-423-71-448-0 as identification and who did take an
oath.

[SEAL]

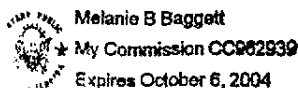


Melanie B Baggett
MELANIE B. BAGGETT
Notary Public
My Commission Expires:

STATE OF FLORIDA:
COUNTY OF JACKSON:

THE FOREGOING INSTRUMENT was acknowledged before me this 24th day of
February, 2004, by BOBBY WOMBLE, who is personally known to me or who has
produced GA DL ~~258315792~~ 253215641 as identification and who did take an
oath.

[SEAL]



Melanie B Baggett
MELANIE B. BAGGETT
Notary Public
My Commission Expires:

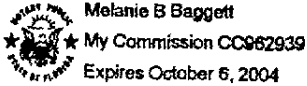
STATE OF FLORIDA:
COUNTY OF JACKSON:

THE FOREGOING INSTRUMENT was acknowledged before me this 24th day of
February, 2004, by DAVID WOMBLE, who is personally known to me or who has produced

GA DL 258315792

as identification and who did take an oath.

[SEAL]



Melanie B Baggett

MELANIE B. BAGGETT

Notary Public

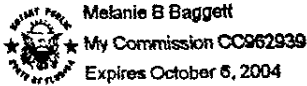
My Commission Expires:

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
04 FEB 25 AM 11:11

**STATE OF FLORIDA:
COUNTY OF JACKSON:**

THE FOREGOING INSTRUMENT was acknowledged before me this 24th day of February, 2004, by LARRY MCARTHUR AS TRUSTEE OF THE LARRY MCARTHUR REVOCABLE TRUST DATED MAY 24, 2000, who is personally known to me or who has produced FL DL M263-536-57-087-0 as identification and who did take an oath.

[SEAL]



Melanie B Baggett

MELANIE B. BAGGETT

Notary Public

My Commission Expires:

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

Under the provisions of Section 608.415 of the Florida Statutes, the undersigned Limited Liability Company, submits the following statement to designate a registered office and registered agent in the state of Florida:

1. The name of the limited liability company is TRI-STATE PEANUT PRODUCERS, L.L.C.
2. The name and street address of the registered agent in Florida are: Russell S. Roberts, 2879 Madison Street, Marianna, Florida 32446.

The undersigned, being the person named in the articles of organization of Tri-State Peanut Producers, L.L.C., as the registered agent of this limited liability company, hereby consents to accept service of process for the above-stated company at the place designated in the articles of organization, and accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his or her duties, and is familiar with and accepts the obligations of the position of registered agent.

DATED this 24th day of February, 2004.



RUSSELL S. ROBERTS
REGISTERED AGENT

FILED
SECRETARY OF FLORIDA
TALLAHASSEE, FLORIDA
04 FEB 25 AM 11:11