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**CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):**

1. Castle + Cooke Florida, LP  
(Corporation Name) (Document #)

2. \_\_\_\_\_  
(Corporation Name) (Document #)

3. \_\_\_\_\_  
(Corporation Name) (Document #)

4. \_\_\_\_\_  
(Corporation Name) (Document #)

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**NEW FILINGS**

- ☐ Profit  
☐ Not for Profit  
☐ Limited Liability  
☐ Domestication  
☐ Other

**AMENDMENTS**

- ☐ Amendment  
☐ Resignation of R.A., Officer/Director  
☐ Change of Registered Agent  
☐ Dissolution/Withdrawal  
☐ Merger

**OTHER FILINGS**

- ☐ Annual Report  
☐ Fictitious Name

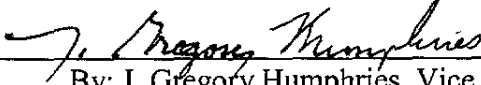
**REGISTRATION/QUALIFICATION**

- ☐ Foreign  
☒ Limited Partnership  
☐ Reinstatement  
☐ Trademark  
☐ Other

\_\_\_\_\_  
Examiner's Initials

CERTIFICATE OF LIMITED PARTNERSHIP

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1. Castle & Cooke Florida, Ltd.  
(Name of Limited Partnership; must contain a suffix such as "Limited", "Ltd.", or "Limited Partnership")
2. 6304 Jack Nicklaus Parkway, Windermere, Florida 34786  
(Business address of Limited Partnership)
3. Corporation Company of Orlando  
(Name of Registered Agent for Service of Process)
4. 300 South Orange Avenue, Suite 1000 (JGH) Orlando, Florida 32801  
(Florida street address for Registered Agent)
5.   
By: J. Gregory Humphries, Vice President  
(Registered Agent must sign here to accept designation as Registered Agent for Service of Process)
6. 6304 Jack Nicklaus Parkway, Windermere, Florida 34786  
(Mailing address of Limited Partnership)

7. The latest date upon which the Limited Partnership is to be dissolved is: December 31, 2048.

8. Name(s) of general partner(s):	Street address:
Castle & Cooke Florida Properties, Inc.	6304 Jack Nicklaus Parkway
	Windermere, Florida 34786

804000085578

*Under penalties of perjury I (we) declare that I (we) have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.*

*Signed this 28<sup>th</sup> day of May, 2004.*

Signature of all general partners: Castle & Cooke Florida Properties, Inc.

By:   
Daniel T. O'Keefe, Assistant Secretary

**AFFIDAVIT OF CAPITAL CONTRIBUTIONS  
FOR FLORIDA LIMITED PARTNERSHIP**

The undersigned being the sole general partner of Castle & Cooke Florida, <sup>Ltd.,</sup> a Florida  
Limited Partnership certifies:

The amount of capital contributions to date of the limited partners is ZERO.

The total amount contributed and anticipated to be contributed by the limited partners at this time  
totals \$1,500,000.00.

FURTHER AFFIANT SAYETH NOT.

*Under penalties of perjury I (we) declare that I (we) have read the foregoing and know the  
contents thereof and that the facts stated herein are true and correct.*

*Signed this 28<sup>th</sup> day of May, 2004.*

Signature of all general partners:

Castle & Cooke Florida Properties, Inc.

By:   
Daniel T. O'Keefe, Assistant Secretary