

1ST NOTICE: DUE ON OR BEFORE DECEMBER 31, 1994

UNIFORM PARTNER REPORT
ANNUAL FILING

1995



OFFICE OF THE SECRETARY OF STATE
TALLAHASSEE, FLORIDA
32399-0001

APPROVED
AND
FILED

05 JAN 20 AM 8:36

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. Name of the entity

1a. DOCUMENT #
A95000000041

ATLANTIC TOMATO GROWERS, LTD.

2. Principal address

Rt. 2, Box 4310
Jennings, FL 32053

3. Principal address

Rt. 2, Box 4310
Jennings, FL 32053

2. Tax filing status (Applicable)

3. Applicable

60000013889333

-01/26/95--01039--003

2a. Tax filing status (Applicable)

208.75+208.75

3. Filing date (Applicable)

12/28/94

3a. Filing date (Applicable)

N/A

4. State of incorporation

FLORIDA

5a. Capital contributed by partners

5b. Amount of capital contributed by partners

\$10,000

6. Office phone

59-3030992

7. Additional fee

7.

Additional fee required for a Certificate of Status

8. THE BASIC ANNUAL REPORT FILING FEE IS FIGURED AT THE RATE OF \$7.00 PER THOUSAND ON THE ACTUAL CAPITAL CONTRIBUTION PLUS A SUPPLEMENTAL FEE OF \$138.75 PURSUANT TO § 637.193, FLORIDA STATUTES. THE FILING FEE SHALL BE NOT LESS THAN \$101.25 (\$52.50 + \$138.75) AND NO MORE THAN \$576.25 (\$437.50 + \$138.75). For questions concerning filing fees, please call (904) 487-6056. Please submit your 1995 annual report with a check payable to the Secretary of State in U.S. funds through a U.S. bank.

9. Name and Address of Current Registered Agent

ATG MANAGEMENT COMPANY
RT-27-BOX-421--
IMMOBILEE7-FL-33934

10. If you are now registered, report office

RT. 2, BOX 4310

JENNINGS

FL

32053

10a. If you are now registered, report office

A GENERAL PARTNER THAT IS A CORPORATION, LIMITED PARTNERSHIP OR OTHER BUSINESS ENTITY MUST BE REGISTERED AND ACTIVE WITH THIS OFFICE.

11. Name of the entity

ATG MANAGEMENT COMPANY

11a. Address of the entity

RT. 2, BOX 4310

11b. City and state

Jennings, FLORIDA

11c. Registration number

P94000093295

Note: General partners MAY NOT be changed on this form; an amendment must be filed to change a general partner.

12.

Signature

W.G. Autrey Jr.

W.G. Autrey, Jr., President

1/12/95

407 641 2899

00250031604

ROBERT P. SALTSMAN, P. A.

*Attorney at Law
Certified Public Accountant*

*Street Address:
200 East New England Avenue, Suite 301
Winter Park, Florida 32789*

*Post Office Box 2146
Winter Park, Florida 32790
Telephone: (407) 647-2899
Fax: (407) 628-2307*

January 12, 1995

By Federal Express

Annual Report LP Section
Division of Corporations
Florida Department of State
P.O. Box 6327
Tallahassee, FL 32314

Re: Atlantic Tomato Growers, Ltd.

Dear Sir or Madam:

Enclosed herewith please find the 1995 Limited Partnership Annual Report of Atlantic Tomato Growers, Ltd. We realize the report is late, however, the Affidavit and Certificate of Limited Partnership for this entity was not filed until December 28, 1994. Enclosed with the report is this firm's check for \$208.75 to cover the filing fees.

If there are any questions, please call.

Sincerely,



Robert P. Saltzman

RPS/no
Enclosures
cc: Mr. Mac Carraway (w/o enc.)

5/10. 000-0-0163
for Public Seal
per Charles H.

ROBERT P. SALTSMAN, P. A.

*Attorney at Law
Certified Public Accountant*

Street Address:
200 East New England Avenue, Suite 301
Winter Park, Florida 32789

**Post Office Box 2146
Winter Park, Florida 32790
Telephone: (407) 647-2899
Fax: (407) 628-2307**

A95000000041
December 21, 1994

By Federal Express

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00000000000000000000
*****0000000000*****

Bureau of Commercial Recordings
Limited Partnerships Division
Florida Department of State
409 E. Gaines Street
Tallahassee, Florida 32301

Re: Atlantic Tomato Growers, Ltd.

Dear Sir/Madam:

Enclosed herewith please find two fully executed Certificates of Limited Partnership of Atlantic Tomato Growers, Ltd., along with this firm's check in the amount of \$157.50 to cover the fees for filing, Registered Agent Designation and certified copy. Once the document has been filed of record, please return the certified copy to us using the enclosed Federal Express envelope.

If there are any questions, please call.

Sincerely,

Robert P. Saltsman

Robert P. Saltsman

Name	11/9/95
Availability	dec
Document Examiner	000
RPS/no	000
Other Enclosure	
Uploader	
Verifier	0
Document	000
Stamps	000

(A95000000041)

FILED

CERTIFICATE OF LIMITED PARTNERSHIP
OF
ATLANTIC TOMATO GROWERS, LTD.

Pursuant to the provisions of the Florida Revised Uniform Limited Partnership Act as set forth in Chapter 620 of the Florida Statutes, the undersigned, desiring to form a limited partnership, hereby state the following:

1. The name of the Partnership is ATLANTIC TOMATO GROWERS, LTD.
2. The character of the business to be conducted by the Partnership is to engage in the business of growing, picking, selling and shipping fruits and vegetables in the United States of America and for any other lawful business activity.
3. The location and mailing address of the principal place of business of the Partnership is Rt. 2, Box 4310, Jennings, Florida 32053.
4. The term for which the Partnership is to exist shall commence on the date this Certificate of Limited Partnership is filed, and shall continue until the close of business on December 31, 2050, unless sooner terminated by the General Partner or pursuant to the terms and conditions of the Limited Partnership Agreement.
5. The name, place of business, units and percentage of shares of the sole General Partner is:

8940000732915

	<u>Units</u>	<u>Percentage Owned</u>
ATG Management Company Rt. 2, Box 4310 Jennings, FL 32053	10	1.0%

6. The names, places of business, number of units and percentage share of the Limited Partners are:

	<u>Units</u>	<u>Percentage Owned</u>
Hamilton Turpentine Co., Inc. Rt. 2, Box 4310 Jennings, FL 32053	495	49.5%
Pacific Land Co Rt. 2 Box 421 Immokalee, FL 33934	495	49.5%

7. The General Partner shall be required to make an initial capital contribution of cash in the total amount of \$100,000.

8. The Limited Partners shall be required to make an initial total capital contribution of cash in the total amount of \$9,900,00.

9. The Limited Partners shall be required to make additional capital contributions upon call by the General Partner.

10. The Limited Partners shall not be entitled to the return of its capital contributions except by virtue of distributions pursuant to the Partnership Agreement or upon dissolution of the Partnership.

11. The share of the profits or other compensation by way of income which the Limited Partners shall receive by reason of its initial capital contribution is a total of ninety-nine percent (99%) divided among the Limited Partners in accordance with Paragraph 6 above.

12. The Limited Partners have the right to substitute an assignee of its Partnership interest as a contributor in its place only with the written consent of the General Partner and the other Limited Partners and upon the following terms and conditions: executing an instrument of assignment and filing same with the General Partner, obtaining the consent

of all the Limited Partners, executing any additional instruments the General Partner deems necessary and paying to the General Partner all costs involved in making this amendment.

13. The General Partner has the right, with the consent of the Limited Partners, to admit additional Limited Partners.

14. Upon adjudication of bankruptcy or filing of a petition under the Federal Bankruptcy Act, withdrawal or removal of the General Partner, or the death or adjudication of incompetency of the General Partner, the Partnership will be dissolved unless within sixty (60) days after such event the Limited Partners elect to continue the business of the Partnership and select a substitute General Partner who agrees in writing to accept such selection.

15. No right is given to the Limited Partners to demand and receive property other than cash in return for their contributions. However, upon dissolution there may be distributed pursuant to the terms of the Partnership Agreement partnership property distributed in kind.

16. The Limited Partners have granted to the General Partner a power of attorney to file an Amended of Limited Partnership when and if necessary.

IN WITNESS WHEREOF, we have hereunto set our hands this 22ND day of DECEMBER, 1994, effective as of the 22ND day of DECEMBER, 1994.

ATG MANAGEMENT COMPANY,
a Florida corporation, as General Partner

By: Milton R. Smith
President

"Limited Partners"

HAMILTON TURPENTINE CO., INC.,
a Florida corporation

By: William Blumly
President

PACIFIC LAND CO,
a Florida general partnership

By: Pacific Tomato Growers, Ltd., General Partner
By: ATG Management Company
General Partner
By: Lee Conway, Secretary / Treasurer

STATE OF FLORIDA
COUNTY OF Hamilton

The foregoing instrument was acknowledged before me this 22nd day of December, 1994, by W. G. Autrey, Jr., as President of ATG Management Company, a Florida corporation, on behalf of the corporation, [☒] who is personally known to me or [] who has produced _____ as identification.

NOTARY PUBLIC:

Sign: Rachel E. Law
Print: Rachel E. Law

State of Florida at Large (Seal)
My Commission Expires:



RACHEL E. LAW
MY COMMISSION: C265420 EXPIRES
March 6, 1997
BONDED THROUGH FAIR INSURANCE, INC.

FILED
RECORDED
76 0 2 43

STATE OF FLORIDA
COUNTY OF Hamilton

The foregoing instrument was acknowledged before me this 22nd day of December, 1994, by W.G. Aubrey, Jr., as President of Hamilton Turpentine Co., Inc., a Florida corporation, on behalf of the corporation, [☒] who is personally known to me or [☐] who has produced _____ as identification.

NOTARY PUBLIC:

Sign: Rachel E. Law
Print: RACHEL E. LAW

State of Florida at Large (Seal)
My Commission Expires:

STATE OF FLORIDA
COUNTY OF MANATEE



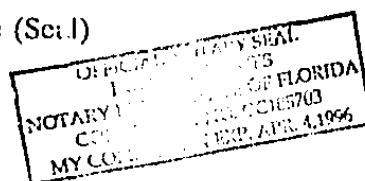
RACHEL E. LAW
MY COMMISSION # CC265420 EXPIRES
March 26, 1997
BONDED THRU TROY FARM INSURANCE, INC.

The foregoing instrument was acknowledged before me this 21st day of December, 1994, by Mac Carraway, as Secretary/Treas. of PTG Management Company, the General Partner of Pacific Tomato Growers, Ltd., a General Partner of Pacific Land Co, a Florida general partnership, on behalf of the partnership, [☒] who is personally known to me or [☐] who has produced _____ as identification.

NOTARY PUBLIC:

Sign: [Signature]
Print: Robert L. ZOLLIES

State of Florida at Large (Seal)
My Commission Expires:



LIMITED PARTNERSHIP REGISTERED AGENT DESIGNATION
OF ATLANTIC TOMATO GROWERS, LTD.

In compliance with Section 620.105, Florida Statutes, the following is submitted:

First, that Atlantic Tomato Growers, Ltd., with its place of business at Rt. 2 Box 20-
X, Jennings, Florida 32053, has named its General Partner, ATG Management Company,
Rt. 2 Box 421, Immokalee, Florida 33934, as its agent to accept service of process within the
State of Florida.

ATLANTIC TOMATO GROWERS, LTD.
a Florida limited partnership

By: ATG Management Company
General Partner

By: Hamilton White Smith, Jr., President

Date: DECEMBER 22, 1994

Having been named to accept Service of Process for the above stated Limited Partnership,
at the place designated in this certificate, I hereby agree to comply with the provisions of
all statutes relative to the proper and complete performance of my duties, and I accept the
duties and obligations of Section 620.192, Florida Statutes.

ATG MANAGEMENT COMPANY,
a Florida corporation

By: Hamilton White Smith, Jr.
President

Date: DECEMBER 22, 1994

AFFIDAVIT FOR CERTIFICATE OF
LIMITED PARTNERSHIP OF ATLANTIC TOMATO GROWERS, LTD.

STATE OF FLORIDA
COUNTY OF HAMILTON

Pursuant to Chapter 620.108 Florida Statutes, before me, the undersigned authority, this day personally appeared GILL Autrey, as President of ATG Management Company, the General Partner of Atlantic Tomato Growers, Ltd., ("Affiant"), who being first duly sworn, deposes and says:

1. That the total contributed by the General Partner to Atlantic Tomato Growers, Ltd. is as follows:

<u>General Partner</u>	<u>Amount</u>
ATG Management Company	\$100,00

2. That the anticipated total capital contribution by the Limited Partners to Atlantic Tomato Growers, Ltd. is as follows:

<u>Limited Partner</u>	<u>Amount</u>
Hamilton Turpentine Co., Inc.	\$4,950.00
Pacific Land Co	\$4,950.00

FURTHER AFFIANT SAYETH NAUGHT.

Gill Autrey
Print Name: Gill Autrey

Sworn to and subscribed before me
this 22nd day of December, 1994.

Rachel E. Law
Notary Public
Rachel E. Law



RACHEL E. LAW
MY COMMISSION # CC265420 EXPIRES
March 28 1997
BONDED THRU TROY FARM INSURANCE, INC.

A95000000041

OFFICE USE ONLY (Document #)

(Requestor's Name)

(Address)

(City, State, Zip)

(Phone #)

400001871594
-06/21/96--01085--022
***2335.00 ***1575.00

400001871594
-06/21/96--01085--021
****491.25 ****175.00

OFFICE USE ONLY

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

1. \$1750.00
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

- ☐ Walk in ☐ Pick up time _____ ☐ Certified Copy
- ☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Name	A95-41
Available	
Document	NJC
Exempt	
Updater	NJC
Updated	NJC
Adjudication	NJC
Adjudication	

Examiner's Initials



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

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

The undersigned general partner(s) of ATLANTIC TOMATO GROWERS, LTD.
_____, a
Florida Limited Partnership, executed this supplemental affidavit filed pursuant to section 620.112,
Florida Statutes.

The total amount of the capital contributions of the limited partners is: \$ 2,010,000.00.

This 17TH day of MAY, 19 96.

FURTHER AFFIANT SAYETH NOT.

*Under penalties of perjury I declare that I have read the foregoing and that the facts are true, to
the best of my knowledge and belief.*

General Partner(s)

ATG MANAGEMENT COMPANY
by: MAC CARRAWAY, SELF/TREAS
[Signature]

FEES:

\$7 per \$1,000 based on the additional contributions
(Minimum \$52.50 - Maximum \$1,750.00)

INIISE20(3/95)

FILE
96 JUN 13 11:03
TALLAHASSEE
SECRETARY OF STATE

APPLICATION FOR
REINSTATEMENT
FOR
LIMITED PARTNERSHIP



STATE OF FLORIDA
DEPARTMENT OF REVENUE
DIVISION OF CORPORATIONS

A95000000041

DOCUMENT #

A95-41

1. Name of Partnership

Atlantic Tomato Growers, L+O.

96

2. Mailing Address
P.O. Box 8660

3. Principal Office Address
Rt 2 Box 4310

4. Date Faced or Discharged
10/28/95

City, State
Palmetto, FL.

City, State
JENNINGS, FL.

5. FID Number
59-3030992

Agent for
Not Applicable

Zip
34220

US

Zip
3253

US

6. CERTIFICATE OF STATUS DESIRED ☒ \$8.75 Additional fee required for a Certificate of Status

7. State or Country of Formation
FLORIDA, US

8a. Capital Contributed or Received
2,010,000

8b. Amount of Capital Contributions in
FLORIDA to Date
2,010,000

FEES: 1) Filing Fee(s) Computed at a rate of \$7 per \$1,000 on amount entered in 8b. with a minimum filing fee of \$52.50 and a maximum of \$437.50 for each year due this office.
2) Supplemental Fee(s) \$138.75 for each year due this office beginning with 1992 calendar year.
3) Penalty Fee(s) \$500 penalty fee for each year report form is delinquent.
Note: If the amount entered in 8b is greater than amount entered in 8a, a supplemental affidavit must be submitted along with a separate and appropriate filing fee.

9. Name and Address of Current Registered Agent

ATG MANAGEMENT COMPANY
503 104th Street West
Palmetto, FL 34221

10. If changed, new registered agent office

Name
900001871599
Street Address (P.O. Box Number is Not Applicable)
06/21/96--01085--021
State Apt # etc
****491-25 ****316-25
City
FL Zip Code

10a. Pursuant to the provisions of sections 620.1051 and 620.192, Florida Statutes, the above named limited partnership organized or registered under the laws of the State of Florida, submits this statement for the purpose of changing its registered office or registered agent or both in the State of Florida. Such change was authorized by its general partner(s). I hereby accept the appointment of my signed agent. I am familiar with and accept the obligations of section 620.192, Florida Statutes.

SIGNATURE (Registered Agent, accepting Appointment)

900001871599
-06/21/96--01085--022
2335.00 *760.00

A GENERAL PARTNER THAT IS A CORPORATION, LIMITED PARTNERSHIP OR OTHER BUSINESS ENTITY
MUST BE REGISTERED AND ACTIVE WITH THIS OFFICE.

11. Names of General Partner(s)	Address of Each General Partner (Do NOT Use Post Office Box Numbers)	City, State and Zip Code	11a. Registration Document Number
ATG MANAGEMENT COMPANY	503-104th STREET West	Palmetto, FL 34221	794000093295
REINSTATEMENT		Penalty 500.00 AR 437.50 Supp 138.75 \$1076.25	
		96 np	

Note: General partners MAY NOT be changed on this form; an amendment must be filed to change a general partner.

12. I, the undersigned, certify that the information supplied with this form is true, accurate, complete and does not qualify for the exemption stated in Section 119.07(3)(b), Florida Statutes. I reserve the right to request a hearing before the Department of Revenue to contest the validity of the information supplied. I further certify that the information supplied is deemed exempt from public access. I further certify that the information is not used for any other purpose than that for which it was submitted and that the signature of the undersigned is not used for any other purpose than that for which it was submitted. I further certify that I am a General Partner of the limited partnership whose name is on this form.

SIGNATURE *Mac Carraway*, SECRETARY/TREASURER
MAC CARRAWAY

DATE 4/24/96
Telephone Number 941-722-3291

CR2E039 (4/95)

A9500000041

5/02/97
4126 PM

FLORIDA DIVISION OF CORPORATIONS

PUBLIC ACCESS SYSTEM
ELECTRONIC FILING COVER SHEET

((H97000007320 9))

TO: DIVISION OF CORPORATIONS
(904) 922-4000

FAX #:

FROM: BLALOCK, LANDERS, WALTERS AND VOGNER, P.A.
076666003611

ACCT#:

CONTACT: JOHN WICKMAN
PHONE: (941) 748-0100
(941) 745-2093

FAX #:

NAME: ATLANTIC TOMATO GROWERS, LTD.
AUDIT NUMBER.....H97000007320
DOC TYPE.....VOLUNTARY CANCELLATION OF LP
CERT. OF STATUS..0 PAGES..... 1
CERT. COPIES.....0 DEL.METHOD.. FAX
EST.CHARGE.. \$52.50

NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE
FAX

AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

** ENTER 'M' FOR MENU. **

ENTER SELECTION AND <CR>:

Company	
DCC	
3	
Acting	
W. P. Vermyer	

RECEIVED

97 MAY -2 PM 5:03

DIVISION OF CORPORATIONS

SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 MAY -2 AM 9:14

SRC 2-1668

A9500000041

Fax Audit No.: H97 000007320

**CERTIFICATE OF CANCELLATION
FOR
ATLANTIC TOMATO GROWERS, LTD.**

Pursuant to the provisions of Section 620.113, Florida Statutes, this Florida Limited Partnership, whose certificate was filed with the Florida Department of State on December 28, 1995, hereby submits this Certificate of Cancellation.

FIRST: Reason for Cancellation:

This partnership is canceling its Certificate of Limited Partnership in order to convert to a Florida General Partnership, which will then immediately be merged into Pacific Tomato Growers, Ltd., a Florida limited partnership, in accordance with a plan of merger adopted by all of the partners as of May 2, 1997, wherein Pacific Tomato Growers, Ltd. shall be the surviving entity.

SECOND:

This Certificate of Cancellation shall be effective at the time of its filing with the Florida Department of State;

THIRD: Signatures of all General Partners:

PTG MANAGEMENT COMPANY, INC.,
a Florida corporation, General Partner

By: Mac Carraway

MAC CARRAWAY, Secretary

Dated: May 2, 1997

Prepared By:
John E. Wickman
Blalock, Landers, Walters & Vogler, P.A.
802 11th Street West
Bradenton, FL 34205 (941) 748-0100
Fla. Bar No. 0046884

Fax Audit No.: H97 000007320

G:\USERS\JWICK\WORK\WPWIN6\118281000\18281000 031

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

97 MAY - 2 PM 9:14