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Louis A. de la Parte, Jr. Founder (1929-2008)

December 2, 2009

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

> Re: Green Hill Farms Produce, Inc. (F07000005866) Statement of Change of Registered Office or Registered Agent or Both for Corporations

Dear Sir or Madam:

Enclosed for filing is a completed Statement of Change of Registered Office or Registered Agent or Both for Corporations for Green Hill Farms Produce, Inc. (F07000005866) along with Green Hill Farms Produce, Inc.'s Check No. 9544 in the amount of \$35.00 as payment for the filing fee.

Please do not hesitate to call me if you have any questions or require further information.

Sincerely,

de la PARTE & GILBERT, P.A.

Patrick J. McNamara

PJM/lcs Enclosures

STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR BOTH FOR CORPORATIONS

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508, Florida Statutes, this statement of change is submitted for a corporation organized under the laws of the State of Tennessee in order to change its registered office or registered agent, or both, in the State of Florida.

1. The name of the corporation: Green Hill Farms Produce, Inc.

2. The principal office address: 1800 W. Old Andrew Johnson Hwv.

New Market, TN 37820 -

3. The mailing address (if different); P.O. Box 369

New Market, TN 37820				
4. Date of incorporation/qualification:	11/29/2007	Document number:	F07000005866	

5. The name and street address of the current registered agent and registered office on file with the Florida Department of State: (If resigned, enter resigned)

Heather Bradley c/o Green Hill Farms Produce, Inc.

3093 Kennesaw

Ft. Myers, FL 33916

6. The name and street address of the new registered agent (if changed) and /or registered office

Patrick J. McNamara

101 E. Kennedy Blvd., Suite 2000 P.O. Box NOT acceptable

Tampa, FL 33602

The street address of its registered office and the street address of the business office of its registered agent as changed will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board, or the corporation has been notified in writing of the change.

director

<u>.</u> . . .

I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent. Or, if this document is being filed merely to reflect a change in the registered office address, I hereby confirm that the corporation has been notified in writing of this change.

• • • •

Signature of Registered Agent Patrick J. McNamara If signing on behalf of an entity:

Typed or Printed Name

1.1

* * * FILING FEE: \$35.00 * * *

MAKE CHECKS PAYABLE TO FLORIDA DEPARTMENT OF STATE MALE CHECKS PATABLE TO FLORIDA DEMANDER OF STATES AND AND A STATES AND CR2E045 (8/05)