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THE UNITED STATES  
CORPORATION  
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 540962 4305329

AUTHORIZATION :

*Patricia Pignatelli*

COST LIMIT :

*155.00*

ORDER DATE : January 6, 2000

ORDER TIME : 9:42 AM

ORDER NO. : 540962-005

100003094901--9

CUSTOMER NO: 4305329

CUSTOMER: Ms. Rosalie Andolino  
LAMPF, LIPKIND, PRUPIS &  
LAMPF, LIPKIND, PRUPIS &  
80 Main Street

West Orange, NJ 07052

DOMESTIC FILING

NAME: GATOR TREATS 1, L.L.C.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
       PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jeanine Reynolds

EXAMINER'S INITIALS:

*JB*  
*1/11/00*

DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

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CO JN 11 PM 3:07  
STATE OF FLORIDA  
TALLAHASSEE, FLORIDA

APPROVAL  
AND  
FILING

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I. NAME

The name of the Limited Liability Company is:

GATOR TREATS 1, L.L.C.

ARTICLE II. ADDRESS

The mailing address and street address of the principal office of the Limited Liability Company is: c/o Peter Scher, 10242 Springdale Avenue, Baton Rouge, Louisiana 70810.

ARTICLE III. DURATION

The period of duration for the Limited Liability Company shall be: perpetual

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida, 32301 and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

ARTICLE V. MANAGEMENT

The Limited Liability Company is to be managed by the managers and the name and address of the manager is:

Peter Scher 10242 Springdale Avenue,  
Baton Rouge, Louisiana 70810

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TALLAHASSEE, FL  
OFFICE OF THE  
CLERK OF THE  
SUPREME COURT

The undersigned authorized representative of a member of GATOR TREATS 1, L.L.C. hereby executes these articles of organization on this 11th day of January 2000.

Laura R. Dunlap  
BY: Laura R. Dunlap as  
authorized representative of  
GATOR TREATS 1, L.L.C.

ACCEPTANCE OF REGISTERED AGENT DESIGNATED

IN ARTICLES OF ORGANIZATION

Corporation Service Company, a Delaware corporation authorized to transact business in this State, having a business office identical with the registered office of the Limited Liability Company named above, and having been designated as the registered agent in the above and foregoing articles, is familiar with and accepts the obligations of the position of registered agent under Section 608.415 or 608.507 Florida Statutes.

CORPORATION SERVICE COMPANY  
By: Laura R. Dunlap  
Its Agent, Laura R. Dunlap

Dated: January 11, 2000

jkg

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JAN 11 2000  
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**LIMITED POWER OF ATTORNEY**

The undersigned hereby designates Corporation Service Corporation ("CSC"), a Delaware corporation qualified to do business in the State of Florida, as its attorney-in-fact for the limited purpose of executing on behalf of the undersigned the original Articles of Organization of GATOR TREATS 1, L.L.C. (the "LLC"), a Florida limited liability company, for the further purpose of filing such Articles of Organization with the State of Florida Department of State, and for no other purpose. The power granted hereby shall be exercisable and effective upon execution of this Limited Power of Attorney by the undersigned and upon delivery of the original or a copy thereof by facsimile or other means to CSC. This grant of power shall be revoked immediately after the filing of the Articles of Organization of the LLC with the State of Florida Department of State. All parties who review the original or a copy of this Limited Power of Attorney may rely upon it and the exercise of the limited power granted herein by CSC without making further inquiry as to the matters described herein or the authority of CSC to act hereunder.

This Limited Power of Attorney is executed on this 10th day of January, 2000.



Witness ROSALIE ANDOLINO

Typed or Printed Name

Witness

Typed or Printed Name



Signature

WILLIAM D. LIPKIND, ESQ.

Typed or Printed Name

AUTHORIZED PERSON

CO JED 11 PM 3:07  
CLERK OF STATE  
TALLAHASSEE, FLORIDA

Approved  
Atty  
Filed