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LAW OFFICE OF

GOULD, COOKSEY, FENNELL,

O'NEILL, MARINE, CARTER & HAFNER, P.A.

JOHN R. GOULD (1921-1988)
BYRON T. COOKSEY
DARRELL FENNELL
EUGENE J. O'NEILL*
CHRISTOPHER H. MARINE
DAVID M. CARTER

979 BEACHLAND BOULEVARD
VERO BEACH, FLORIDA 32963
TELEPHONE (561) 231-1100
FAX (561) 231-2020

TODD W. FENNELL, LL.M.
TROY B. HAFNER, LL.M.**
SUSAN L. CHENAULT
BRIAN J. CONNELLY
MARSHA P. WIKFORS
SANDRA G. RENNICK

OF COUNSEL
SAMUEL A. BLOCK

**FL. BOARD CERTIFIED
WILLS, TRUSTS AND ESTATES

*FL. BOARD CERTIFIED
CIVIL TRIAL AND
BUSINESS LITIGATION

October 5, 2001

Corporate Records Bureau
Division of Corporations
Florida Department of State
Post Office Box 6327
Tallahassee, FL 32314

Re: Vero Beach Citrus, L.L.C.
Charter No.: L00000001169
International Fruit & Vegetable, L.L.C.
Charter No.: L00000001176
Frontier Fresh of Indian River, L.L.C.
Charter No.: L00000001178

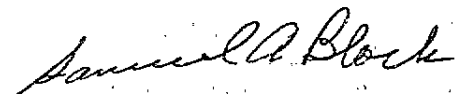
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-10/08/01--01056--009
****131.25 *****30.00

Dear Sir/Madam:

Enclosed please find the original and one copy of a **Statement of Change of Registered Office, or Registered Agent, or Both for Corporations**, for the above-captioned limited liability companies, together with this firm's check, in the amount of \$131.25. This check represents \$35.00 for your filing fee and \$8.75 for a certified copy for each limited liability company.

Please return the certified copy of the **Statement of Change** evidencing your approval of same at your earliest convenience.

Yours truly,



SAMUEL A. BLOCK
Enclosures
SAB/pab

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
OCT - 8 PM 12:06

**STATEMENT OF CHANGE OF REGISTERED OFFICE OR
REGISTERED AGENT, OR BOTH FOR LIMITED LIABILITY COMPANIES**

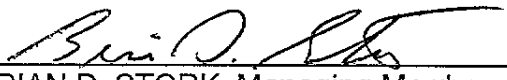
Pursuant to the provisions of Sections 608.408 and 608.416, Florida Statutes, the undersigned limited liability company, organized under the laws of the State of Florida, submits the following statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida.

- 1a. The name of the limited liability company is **INTERNATIONAL FRUIT & VEGETABLE, L.L.C.**
- 1b. Date of Organization: **2/1/00**; Document Number: **L00000001176**.
2. The name and address of the current registered agent and office: **Richard L. Kimes, 601 U.S. Highway #1, Vero Beach, Florida, 32962.**
3. The name and address of the new registered agent and office (P.O. Box not acceptable): **Michael D. Perry, 601 U.S. Highway #1, Vero Beach, Florida, 32962.**


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 the Members or by an officer so authorized by the Members.

INTERNATIONAL FRUIT & VEGETABLE, L.L.C.,
a Florida limited liability company

By: 
BRIAN D. STORK, Managing Member
Date: 5/1/01

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED LIMITED LIABILITY COMPANY AT THE PLACE DESIGNATED IN THIS CERTIFICATE, 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.

By: 
MICHAEL D. PERRY
Date: 5/1/01

FILED
CLERK OF STATE
CORPORATIONS
MAY 1 2001
12:06 PM