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March 16, 2000

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

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-03/20/00--01119--016
***285.00 ***125.00


Re: Long Branch Farms, LLC

Dear Sirs:

Enclosed are an original and copy of Articles of Organization of Long Branch Farms, LLC to be filed. Please file these Articles of Organization and return a stamped copy to me. A check payable to the Secretary of State for \$285.00 is enclosed to cover the fees.

If you have any questions, please do not hesitate to give us a call. Thank you very much for your cooperation and assistance.

Sincerely yours,


H. LEON HOLBROOK

FILED
MAR 20 PM 2:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

HLH/rh	
Name	Availability
Document Examiner	Enclosure
cc:	Mr. Richard H. Davis Mr. Richard M. Davis Mr. John D. Kennedy Mr. Mike Stokes Eddie Douglas, C.P.A.
Updater	DCC
Verifier	DCC
Acknowledgement	DCC
W. P. Verifier	DCC

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ARTICLES OF ORGANIZATION
OF
LONG BRANCH FARMS, LLC

The undersigned, who intends to form and create a Limited Liability Company, as defined in Chapter 608 of the Florida Statutes, does hereby state and certify the following:

1. Name. The name of the Limited Liability Company shall be LONG BRANCH FARMS, LLC.

2. Duration of Company. The company shall have perpetual duration.

3. Principal Office. The mailing address of the principal office of the Limited Liability Company is Post Office Box 387, Macclenny, Florida 32063 and street address of the principal office of the Limited Liability Company is State Road 121 North, Macclenny, Florida 32063.

4. Registered Agent and Office. The name and street address of the Limited Liability Company's initial registered agent are H. Leon Holbrook located at One Independent Drive, Suite 2301, Jacksonville, Florida 32202-5059.

5. Purpose of Company. The purpose for which the company is formed is to engage in any lawful acts or activities for which limited liability companies may be formed under Chapter 608 of the Florida Statutes.

6. Additional Members. The members may admit additional members on such terms and at such times as may be agreeable to the existing members and the additional members to be admitted.

7. Continuation of Business. The remaining members of the Limited Liability Company have the right to continue the business of the Limited Liability Company on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the Limited Liability Company.

8. Management.

(a) The Limited Liability Company shall be managed by one manager. The name and address of the person who is to serve as manager until the first annual meeting of members or until his successor is elected and duly qualified are:

<u>Name</u>	<u>Address</u>
Richard M. Davis	Post Office Box 1701 Macclenny, Florida 32063

(b) Management of the limited liability company shall be vested in the manager or managers who shall be elected annually by the members in the manner prescribed by and provided in the regulations of the limited liability company. The manager or managers may or may not be members. The manager or managers shall also hold the offices and have the responsibilities accorded to them by the members and set out in the operating agreement of the limited liability company. All rights of members of this limited liability company shall be in proportion to their contributions to the capital of the limited liability company, as adjusted from time to time to properly reflect any additional contributions or withdrawals by the members.

9. In the event of the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the liability company, the business of the limited liability company may be continued if all of the remaining members unanimously consent to such continuance of business.

10. The date of the existence of the limited liability shall be the date of the filing of the Articles of Organization by the Department of State of the State of Florida.

11. The Articles of Organization of this limited liability company may be amended in any manner permitted by Chapter 608, Florida Statutes.

12. The power to adopt, alter, amend, or repeal the regulations of this limited liability company shall be vested in the manager or managers of the company. Regulations adopted by the manager or managers may be repealed or altered; new regulations may be adopted by the members; and the members may prescribe in any regulations made by them that such regulations may not be altered, amended or repealed by the manager or managers. The regulations may contain any provisions for the regulation and management of the affairs of the limited liability company not inconsistent with law or the Articles of Organization.

13. No debt shall be contracted nor liability incurred by or on behalf of this limited liability company except by one or more of its managers.

14. The interest of a member in the limited liability company may be transferred or assigned as provided in the operating agreement; however, if all of the other members of this limited liability company other than the member proposing to dispose of his or its interest do not approve of the proposed transfer or assignment by unanimous written consent, the transferee of the interest of the member shall have no right to participate in the management of the business and affairs of this limited liability company or to become a member. Such transferee shall be entitled to receive only the

share of profits or other compensation by way of income and the return of contributions to which that member otherwise would be entitled.

SIGNED AND DATED this 16th day of March 2000.

RICHARD M. DAVIS

By: H. Leon Holbrook

H. Leon Holbrook, an
Authorized Representative

FILED
MAR 20 PM 2:10
RECEIVED
ALLAMASSSET, MASSACHUSETTS

ACCEPTANCE BY RESIDENT AGENT

I hereby state that I am familiar with and accept the duties and responsibilities as registered agent for said limited liability company, Long Branch Farms, LLC.

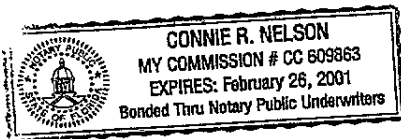
H. Leon Holbrook
H. LEON HOLBROOK

STATE OF FLORIDA

COUNTY OF DUVAL

I hereby certify that on this day, before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared H. LEON HOLBROOK, an authorized representative of RICHARD M. DAVIS, member, who is personally known to me to be the person described as the organizer in and who executed the foregoing Articles of Organization of Long Branch Farms, LLC, and he acknowledged before me that he subscribed to those Articles of Organization.

WITNESS my hand and official seal in the County and State named above, this 16th day of March, A.D. 2000.



Connie R. Nelson
NOTARY PUBLIC, State of Florida
Print Name: _____
My Commission Expires: _____
Commission No.: _____