

L000000010032

Florida Department of State

Division of Corporations

Public Access System

Katherine Harris, Secretary of State

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H00000043415 9)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations
Fax Number : (850) 922-4003

From:

Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 541-3694
Fax Number : (305) 541-3770

LIMITED LIABILITY COMPANY

QUALITY GROWERS ASSCIATED, LLC

Certificate of Status	0
Certified Copy	1
Page Count	04
Estimated Charge	\$155.00

FILED
00 AUG 21 PM 3:06
RECEIVED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
00 AUG 21 PM 1:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

L00-10032
8/21



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

August 17, 2000

EMPIRE CORPORATE KIT

SUBJECT: QUALITY GROWERS ASSOCIATED, LLC
REF: W00000020337

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The document must contain both the street address of the principal office and the mailing address of the entity.

Effective October 1, 1999, Chapter 608, Florida Statutes, does not require or permit the filing of an "Affidavit of Membership and Capital Contributions." Therefore, the enclosed document has not been filed and is being returned to you.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6917.

Gretchen Harvey
Document Specialist SupervisorFAX Aud. #: H00000043415
Letter Number: 500A00044397

Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314

FILED

00 AUG 21 PM 3:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

④

H000000043415

ARTICLES OF ORGANIZATION

QUALITY GROWERS ASSOCIATED, LLC

A LIMITED LIABILITY COMPANY

(Pursuant to s. 607.407, Florida Statutes)

1. Name. The name of the limited liability company is **QUALITY GROWERS ASSOCIATED, LLC.**
2. Purpose. The purpose of this limited liability company may include the transaction of any and all lawful business for which limited liability companies may be organized in the state of Florida.
3. Address of Principle Office. The address of the registered office of the limited liability company is 8180 N.W. 36th Street, Suite 321, Miami, Florida 33166.
4. Term. Term of this LLC shall be perpetual.
5. Members at Time of Formation. There will be at least one member at the time the limited liability company is formed.
6. Period of Duration. The period of duration shall be perpetual.
7. Management. Management of the Limited Liability Company at the time of formation is reserved for the initial member(s) whose name(s) and address(es) are as follows:

Initial Members:
Mario Carvajal
9901 S.W. 164th Court
Miami, Florida 33196
8. Additional Members. The names and addresses of additional members(s) are as follows:
Vicente Cavalli, Mauricio Arenas, Fernando Arenas, Alvaro Pena, Adelio Beltran, and Mario Carvajal.
9. Admission of New Members. With the written unanimous consent of the members, new members may be admitted into the LLC

H000000043415

FILED
80 AUG 21 PM 3:06
RECEIVED
CLERK OF DISTRICT COURT
MIAMI, FLORIDA

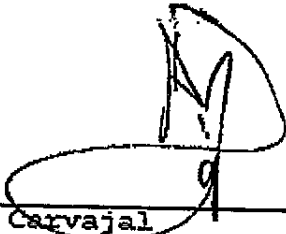
H00000043415

upon the payment of such capital contribution and upon such terms as the members unanimously decide. In the event that new members are admitted into the LLC, the share of each new member in the profits and losses shall be in such proportion as may be agreed upon between all the members and the new member.

10 Members Right to Continue Business. The remaining members of the limited liability company shall have the right to continue business 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 as further set forth in the Operating Agreement of the limited liability company

11 The street address of the mailing and principal office is:

8180 N.W. 36 Street
Suite #321
Miami, Florida 33166



Mario Carvajal
Member

FILED
00 AUG 21 PM 3:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

(In accordance with section 608.408(3), Florida Statutes, the execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true and correct.)

H00000043415

H00000043415

**CERTIFICATE OF DESIGNATION OF REGISTERED
AGENT/REGISTERED OFFICE**

Pursuant to the provisions of section 608.415 or 608.507, Florida Statutes, the undersigned limited liability company submits the following statement to designate a registered office and registered agent in the state of Florida.

1. Name. The name of the limited liability company is QUALITY GROWERS ASSOCIATED, LLC
2. Registered Office. The address of the registered office of the limited liability company is 8180 N.W. 36th Street, Suite 321, Miami, Florida 33166.
3. Registered Agent. Mario Carvajal, is appointed, and by his signature below accepts appointment, to act as the Registered agent of QUALITY GROWERS ASSOCIATED, LLC.

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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Mario Carvajal



Date: Aug. 16, 2000

FILED
00/08/21 PM 3:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

H00000043415