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Florida Department of State

Division of Corporations

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Katherine Harris, Secretary of State

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To:

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

From:

Account Name : CAPITAL CONNECTION, INC.
Account Number : I20000000257
Phone : (850) 224-8870
Fax Number : (850) 222-1222

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TALLAHASSEE, FLORIDA

LIMITED LIABILITY COMPANY

C & H CITRUS, L.L.C.

RECEIVED
00 NOV 29 PM 3:49
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TALLAHASSEE, FLORIDA

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ARTICLES OF ORGANIZATION OF
C & H CITRUS, L.L.C.

Pursuant to the provisions Chapter 608 of the Florida Statutes ("the Florida Limited Liability Company Act"), the undersigned organizer, Mark E. Clements, Esq., hereby adopts the following Articles of Organization.

ARTICLE I

NAME: The name of the limited liability company shall be: C & H CITRUS, L.L.C.

ARTICLE II

TERM: The existence of the limited liability company will be perpetual.

ARTICLE III

ADDRESS: The mailing address and street address of the principal office of the company is:

Mailing Address:

P.O. Box 8817
Lakeland, Florida 33806

Street Address:

310 East Main Street
Lakeland, Florida 33801

ARTICLE IV

REGISTERED OFFICE AND AGENT: The name and address of the initial registered agent and office of the limited liability company are:

Mark E. Clements, Esquire
Mark E. Clements, P.A.
310 East Main Street
Lakeland, Florida 33801

ARTICLE V

MANAGEMENT: The company shall be managed by the members in accordance with regulations adopted by the members for the management of the business and affairs of the company. Management authority shall be vested solely in its members, each member having equal management authority. The Operating Agreement may contain any provisions for the regulation and management of the affairs of the company not inconsistent with law or these articles of organization. The names and address of the members of the company are

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MARK E. CLEMENTS, P.A.

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Name:

Address:

Mark E. Clements, Esquire

310 East Main Street
Lakeland, Florida 33801

Benjamin W. Hardin, Jr.

3001 U.S. Hwy 98 South
Lakeland, Florida 33803

ARTICLE V

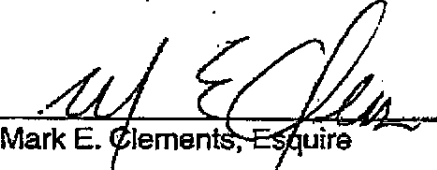
ADMINISTRATION OF NEW MEMBERS: No additional members shall be admitted to the company except with the unanimous written consent of all the members of the company and on such terms and conditions as shall be determined by all the members. A member may transfer his or her interest in the company as set forth in the regulations of the company, but the transferee shall have no right to participate in the management of the business and affairs of the company or become a member unless all the other members of the company other than the member proposing to dispose of his or her interest approve of the proposed transfer by unanimous written consent.

ARTICLE VI

ORGANIZER: The name and address of the organizer is:

Mark E. Clements
310 East Main Street
Lakeland, Florida 33801

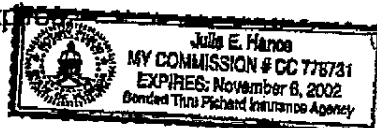
IN WITNESS WHEREOF, the undersigned organizer has made and subscribed these articles of organization at Lakeland, Florida, on this 29 day of November, 2000.

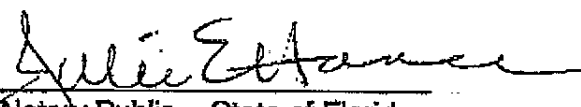

Mark E. Clements, Esquire

STATE OF FLORIDA
COUNTY OF POLK

Sworn to (or affirmed) and subscribed before me this 29th day of November, 2000, by Mark E. Clements, who is personally known to me.

My commission expires




Notary Public - State of Florida

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MARK E. CLEMENTS, P.A.

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

Under the provisions of F.S. 608.415, C & H CITRUS, L.L.C., submits the following statement to designate a registered office and registered agent in the state of Florida:

1. The name of the limited liability company is C & H CITRUS, L.L.C.
2. The name and street address of the registered agent in Florida are:

Mark E. Clements
Mark E. Clements, P.A.
310 East Main Street
Lakeland, FL 33801

The undersigned, being the person named in the articles of organization of C & H CITRUS, L.L.C., as the registered agent of this limited liability company, hereby consents to accept service of process for the above-stated company at the place designated in the articles of organization, and accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his or her duties, and is familiar with and accepts the obligations of the position of registered agent.


Mark E. Clements,
Registered Agent

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