

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

L00000016190

Agitrade Investment, LLC

600003515806--6
-12/28/00--01055--006
***155.00 ***155.00

- ___ Art of Inc. File _____
- ___ LTD Partnership File _____
- ___ Foreign Corp. File _____
- L.C. File *Cert* _____
- ___ Fictitious Name File _____
- ___ Trade/Service Mark _____
- ___ Merger File _____
- ___ Art. of Amend. File _____
- ___ RA Resignation _____
- ___ Dissolution / Withdrawal _____
- ___ Annual Report / Reinstatement _____
- Cert. Copy _____
- ___ Photo Copy _____
- ___ Certificate of Good Standing _____
- ___ Certificate of Status _____
- ___ Certificate of Fictitious Name _____
- ___ Corp Record Search _____
- ___ Officer Search _____
- ___ Fictitious Search _____
- ___ Fictitious Owner Search _____
- ___ Vehicle Search _____
- ___ Driving Record _____
- ___ UCC 1 or 3 File _____
- ___ UCC 11 Search _____
- ___ UCC 11 Retrieval _____
- ___ Courier _____

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

00 DEC 28 PM 12:54

APPROVED
AND
FILED

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

00 DEC 28 AM 11:18

RECEIVED

12-28-00

Signature _____

Requested by: *CM* 12/28 10:33
Name Date Time

Walk-In _____ Will Pick Up _____

ARTICLES OF ORGANIZATION
FOR
AGRITRADE INVESTMENT, LLC

The undersigned, organizing Member of a Limited Liability Company to be formed under the Florida Limited Liability Company Act, as Amended (the "Act"), hereby forms a Florida Limited Liability Company (the "Company") pursuant to the Act, and hereby sets forth the following Articles of Organization (the "Articles"):

ARTICLE I

Name

The Name of the Company is AGRITRADE INVESTMENT, LLC.

ARTICLE II

Commencement Date and Duration

The Company's existence shall commence on the date these Articles are filed with the Florida Department of State, and shall continue perpetually until dissolved in accordance with Section 608.441 of the Act.

ARTICLE III

Purpose

The Company is created to acquire, hold, manage, operate, improve, develop, lease, sell, dispose of, mortgage or otherwise

00 DEC 28 PM 12:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
APPROVED
AND
FILED

encumber, and otherwise deal with real and personal property, and to engage in any other lawful activity.

ARTICLE IV

Principal Office

The street address of the principal office of the Company shall be 3606 - 59th Avenue West, Bradenton, Florida 34210, and the mailing address shall be the same.

ARTICLE V

Registered Agent and Office

The initial registered agent for the Company shall be THOMAS W. HARRISON, and the address of the registered agent for service of process shall be 1206 Manatee Avenue West, Bradenton, Florida 34205.

ARTICLE VI

Management of Business

The Company shall be managed by a manager or managers. The qualifications for the managers shall be as specified from time to time in the Operating Agreement. The managers will have the power and authority granted by the Members from time to time as provided in the Operating Agreement.

00 DEC 28 PM 12:54
SECRETARY OF STATE
AL THASSEN, FLORIDA
APPROVED
AND
FILED

ARTICLE VII

Admission of Additional Members

Additional Members may be admitted only by the affirmative vote of all of the other Members and upon terms and conditions established by the Members from time to time in their sole discretion.

ARTICLE VIII

Powers

The Company shall have all of the powers and authority set forth in Section 608.404 of the Act.

ARTICLE IX

Property

(a) Ownership. All property originally paid for or transferred to the Company as contributions to capital by the Members, or subsequently acquired by purchase or otherwise on account of the Company, shall be the property of the Company.

(b) Title. The title to all property of the Company shall be held in the name of the Company.

(c) Conveyances. The right and manner to convey and encumber title to all real and personal property of the Company shall be as specified in the Operating Agreement.

APPROVED
AND
FILED
00 DEC 29 PM 12:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE X

Amendments

These Articles may be amended or restated at any time by a unanimous vote of the Members of the Company, and such amendment or restatement shall be filed with the Florida Department of State in accordance with the provisions of Section 608.411 of the Act.

ARTICLE XI

Operating Agreement

An Operating Agreement shall be prepared and adopted to govern the internal affairs of the Company containing such provisions as may be necessary, reasonable, or desirable, except that no provision of such Operating Agreement may conflict with the provisions of these Articles unless permitted herein. The power to adopt, alter, amend, or repeal the Operating Agreement shall be set forth in the Operating Agreement.

ARTICLE XII

Contracting Debts

No debt shall be contracted nor liability incurred by or on behalf of the Company except as may be specified in the Operating Agreement.

APPROVED
AND
FILED
00 DEC 29 PM 12:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

IN WITNESS WHEREOF, the undersigned organizer of AGRITRADE INVESTMENT, LLC, has executed these Articles of Organization this 27 day of Dec., 2000.

Ravi Wadhwa
RAVI WADHWA
Organizing Member

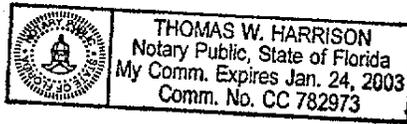
STATE OF FLORIDA
COUNTY OF MANATEE

The foregoing instrument was acknowledged before me this 27 day of Dec., 2000 by RAVI WADHWA, who is personally known to me and did not take an oath.

Thomas W. Harrison
Signature of Person Taking Acknowledgment

Name of Acknowledger Typed, Printed or Stamped

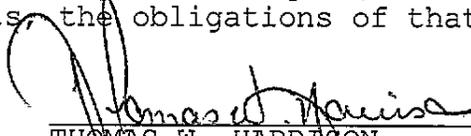
My commission expires:



APPROVED
AND
FILED
CO DEC 28 PM 12:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE OF DESIGNATION
AND ACCEPTANCE OF REGISTERED AGENT
FOR AGRIRTRADE INVESTMENT, L.L.C.

The undersigned, having been named Registered Agent and designated to accept service of process for the above-stated Limited Liability Company pursuant to the provisions of Section 608.415, Florida Statutes, at the place designated herein, hereby accepts the appointment as registered agent and agrees to act in such capacity. The undersigned further agrees to comply with the provisions of all statutes relative to the proper and complete performance of the duties of registered agent, and acknowledges familiarity with, and accepts, the obligations of that position.



THOMAS W. HARRISON

DATED: 12/27/00

H:\g_bozza\CORP\Articles of Organization.AGRITRADELLC.doc

RECEIVED
AND
FILED
00 DEC 28 PM 12:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA