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September 24, 2001

Corporate Records Bureau
Division of Corporations
Department of State
Post Office Box 6327
Tallahassee, Florida 32301

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-09/26/01--01050--007
*****58.75 *****58.75

In re: Articles of Amendment for Southern Sun Fresh Cut Citrus, L.L.C.

Gentlemen:

L01-3662

Enclosed please find an original and one copy of the Amended and Restated Articles of Organization, together with a check in the amount of \$58.75 as follows:

Filing Fee	\$ 25.00
Certified Copy	\$ 8.75
Change of Resident Agent Designation	<u>\$ 25.00</u>
	\$ 58.75

Please file these Amended and Restated Articles at your earliest convenience and return the certified copy to this office. Should you require any additional information to process the above referenced documents, please telephone our office collect.

Thank you for your cooperation in this regard.

Very truly yours,

Byron T. Cooksey
Byron T. Cooksey

BTC/psv

Enclosure:

cc: Mr. Paul D'Albora

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**AMENDED AND RESTATED ARTICLES OF ORGANIZATION FOR
FLORIDA LIMITED LIABILITY COMPANY**

WITNESSETH

WHEREAS, Articles of Organization were filed on March 9, 2001, under the name **SOUTHERN SUN FRESH CUT CITRUS, L.L.C.** (Document Number L01000003662); and

WHEREAS, the Members have elected to change the name of the limited liability company to **GOLDEN GROVES FRESH CUT CITRUS, L.L.C.**

NOW, THEREFORE, the undersigned Manager of **GOLDEN GROVES FRESH CUT CITRUS, L.L.C.** hereby files these Amended and Restated Articles of Organization as follows:

ARTICLE I -- NAME

The name of the Limited Liability Company is **GOLDEN GROVES FRESH CUT CITRUS, L.L.C.**

ARTICLE II -- ADDRESS

The mailing address and street address of the principal office of the Limited Liability Company is:

130 43rd Avenue, SW
Vero Beach, FL 32968

**ARTICLE III -- REGISTERED AGENT, REGISTERED OFFICE,
AND REGISTERED AGENT'S SIGNATURE**

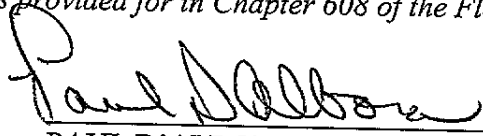
The name and the Florida street address of the Registered Agent are:

PAUL D'ALBORA
130 43rd Avenue, SW
Vero Beach, FL 32968

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 Article of these Articles of Organization, 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

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Registered Agent as provided for in Chapter 608 of the Florida Statutes.


PAUL D'ALBORA, Registered Agent

ARTICLE IV – MANAGEMENT

The Limited Liability Company shall be managed by one or more Managers and is, therefore, a manager-managed company.

The Managers shall be elected annually in the manner prescribed in the Operating Agreement for this Limited Liability Company.

ARTICLE V -- GOVERNED BY OPERATING AGREEMENT

The Company shall be governed by and operated pursuant to the terms and conditions of a written Operating Agreement.

ARTICLE VI - ADDITIONAL MEMBERS

Additional members may be admitted to the limited liability company upon the written consent of each of the members.

ARTICLE VII - CONTINUATION OF BUSINESS

Upon 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, all of the remaining members may consent to continue the business.

ARTICLE VIII -- EFFECTIVE DATE

These Amended and Restated Articles of Organization shall be effective upon the date of filing.

IN WITNESS WHEREOF, the authorized representative of a Member has affixed his

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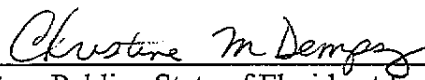
signature this 21 day of September, 2001.


PAUL D'ALBORA, Manager

STATE OF FLORIDA
COUNTY OF INDIAN RIVER

Before me, the undersigned authority, personally appeared PAUL D'ALBORA, to me known to be the individual described in and who executed the foregoing Articles of Organization and she acknowledged before me that she executed the same for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto affixed my hand and official seal at Vero Beach, said County and State aforesaid, this 21st day of September, 2001.


Notary Public. State of Florida at Large.
My commission expires:



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