

BIRD & LEINBACK, P.A.
ATTORNEYS AT LAW
P.O. BOX 247
MONTICELLO, FL 32245

385 N. Jefferson Street

850-997-3503
(fax) 850-997-7109

January 11, 2002

Florida Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314
ATTN: Bureau of Commercial Recording

Re: Bishop/Monticello Milling Company, LLC

Dear Sir or Madam:

W02-1278

Enclosed please find the original and copy of Articles of Organization for the above-reference LLC. Attached also is the original Designation of Registered Agent. I have enclosed my check number 1915 in the amount of \$125.00 to cover the cost of recording.

Please return the copy of the Articles in the enclosed envelope.

Should you have any questions concerning the above, please contact me.

Very truly yours,

300004772523--6

-01/14/02--01036--012

****125.00 ****125.00

TB Bird/ac

T. Buckingham Bird

TBB/ac

Enclosures as stated

FILED
02 JAN 14 PM 4:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

January 16, 2002

T. BUCKINGHAM BIRD
BIRD & LEINBACK, P.A.
PO BOX 247
MONTICELLO, FL 32345

SUBJECT: BISHOP/MONTICELLO MILLING COMPANY, LLC
Ref. Number: W02000001278

We have received your document for BISHOP/MONTICELLO MILLING COMPANY, LLC and your check(s) totaling \$125.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

In Article VIII, please include the managing members' address.

The Registered Agent's address must be a Florida street address: we cannot accept a P.O. Box address as a Registered Agent's address.

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) 245-6958.

Lee Rivers
Document Specialist

Letter Number: 002A00002208

**ARTICLES OF ORGANIZATION
OF
MONTICELLO MILLING, COMPANY, LLC**

The undersigned hereby certifies that the members herein have associated together for the purpose of becoming a Limited Liability Company under Florida Statute Chapters 608, providing for the formation, rights, privileges, and immunities of professional limited liability companies for profit and the following Articles of Organization are hereby adopted.

**ARTICLE I.
NAME**

The name of the Limited Liability Company shall be Monticello Milling Company, LLC.

**ARTICLE II.
DURATION; EFFECTIVE DATE**

This Limited Liability Company shall exist in perpetuity, for a period commencing as of the later of January 10, 2002 or the date on which these Articles of Organization are filed with the State of Florida Department of State.

**ARTICLE III.
ADDRESS; PRINCIPAL OFFICE**

The mailing address of the Limited Liability Company and the street address of the principal office Limited Liability Company is 700 East York Street, Monticello, Florida, 32344.

**ARTICLE IV.
INITIAL REGISTERED OFFICE AND REGISTERED AGENT**

The address of the initial registered office of the Limited Liability Company is T. Buckingham Bird and the name of its initial registered agent at such address is 385 N. Jefferson, Monticello, Florida 32344.

**ARTICLE V.
PURPOSE**

This Limited Liability Company is organized for the following purposes:

A. To engage in every aspect of the practice of wholesale and retail business dealing in agricultural supplies, equipment, feed, seeds, fertilizer and other products and the performance of services ancillary thereto.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

B. To render services in connection with the Sale and Purchase of Agricultural Products, Supplies and Services.

C. To invest its funds in real estate, mortgages, stocks, bonds and any other types of investments permitted by law.

D. To own real and personal property necessary for the rendering of professional services authorized under these Articles of Organization.

E. To engage in other related business.

F. To do everything necessary, proper, advisable, or convenient for the accomplishment of any of the above described purposes, either alone or in association with others, including matters incidental or pertaining to, or connected with such purposes, provided the same shall not be inconsistent with the laws of the State of Florida.

**ARTICLE VI.
RESTRICTIONS ON MEMBERSHIP;
RIGHT TO ADMIT ADDITIONAL MEMBERS**

A member's interest in the Limited Liability Company may not be sold or otherwise transferred only with written consent of members representing eighty percent (80%) of the ownership interests in the Limited Liability Company and otherwise in accordance with the Regulations of this Limited Liability Company.

**ARTICLE VII.
CONTINUATION**

Upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or the occurrence of any other event that terminates the continued membership of a member in the Limited Liability Company, the remaining members shall have the right to continue the business upon unanimous consent of such remaining members.

**ARTICLE VIII.
MANAGEMENT**

Management of the Limited Liability Company is reserved to its members and the names and addresses of the initial members are as follows:

Benjamin D. Bishop
739 Seven Bridges Road
Monticello, Florida 32344

**ARTICLE IX.
REGULATIONS**

The members of the Limited Liability Company shall have the power to adopt, alter, amend, or repeal Regulations which may contain any provisions for the regulation and management of the affairs of the Limited Liability Company that are not inconsistent with applicable law or these Articles of Organization.

**ARTICLE X.
AMENDMENT**

These Articles of Organization may be amended by a vote of members representing eighty percent (80%) of the ownership interest in the Limited Liability Company.

The undersigned, being one of the initial members of the Limited Liability Company, hereby certifies that the foregoing constitutes the Articles of Organization of Monticello Milling Company, LLC.

Executed by the undersigned on January 10 2002.

Benjamin D. Bishop
BENJAMIN D. BISHOP

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned Limited Liability Company, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

1. The name of the Limited Liability Company is:

MONTICELLO MILLING COMPANY, LLC

2. The Name and address of the registered agent and office is:

T. BUCKINGHAM BIRD
~~RxQxBOX 247x~~ 385 N. Jefferson St.
MONTICELLO, FLORIDA 32344

Benjamin D. Bishop
BENJAMIN D. BISHOP

10th JANUARY 2002

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.

T. Buckingham Bird
T. BUCKINGHAM BIRD

10th JANUARY 2002