



L02000012426

ACCOUNT NO. : 072100000032

REFERENCE : 574271 7336300

AUTHORIZATION :

Patricia Pizote

COST LIMIT : \$ 125.00

FILED
02 MAY 21 PM 3:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : May 9, 2002

ORDER TIME : 10:41 AM

ORDER NO. : 574271-001

CUSTOMER NO: 7336300

CUSTOMER: Mr. James P. Walton
Mr. James P. Walton

6619 South Dixie Hwy.
#124
Miami, FL 33143

RECEIVED
02 MAY 21 AM 11:22
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA
AL

DOMESTIC FILING

NAME: TROPICAL GREENS, LLC

800005577148--1

EFFECTIVE DATE:

ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP
XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
XX PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Susie Knight - EXT. 1156
EXAMINER'S INITIALS: _____

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is:

TROPICAL GREENS, LLC

ARTICLE II - Address:

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

6619 SOUTH DIXIE HWY., #124, MIAMI, FL 33143

ARTICLE III - Registered Agent, Registered Office, & Registered Agent's Signature:

The name and the Florida street address of the registered agent are:

Corporation Service Company
Name
1201 Hays Street
Florida street address (P.O. Box **NOT** acceptable)
Tallahassee FL 32301
City, State, and Zip

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TALLAHASSEE, FLORIDA

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 as provided for in Chapter 608, F.S.

Corporation Service Company

By: Deborah D. Skipper

Registered Agent's Signature

Deborah D. Skipper
Asst. V. Pres.

Article IV - Management (Check box if applicable.)

☐ The Limited Liability Company is to be managed by one manager or more managers and is, therefore, a manager - managed company.

(An additional article must be added if an effective date is requested)

Deborah D. Skipper
Signature of a member or an authorized representative of a member.

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

DEBORAH D. SKIPPER
Typed or printed name of signee

Filing Fees:

\$100.00 Filing Fee for Articles of Organization
\$ 25.00 Designation of Registered Agent
\$ 30.00 Certified Copy (Optional)
\$ 5.00 Certificate of Status (Optional)

MANAGING MEMBERS OF:

TROPICAL GREENS, LLC

James Walton
Managing Member

13200 SW 69 CT.
Miami, FL 33156

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

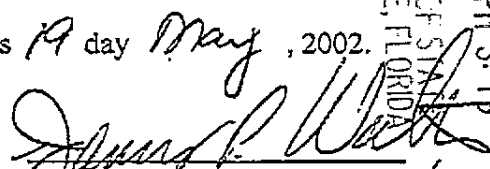
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LIMITED POWER OF ATTORNEY


The undersigned hereby designates Corporation Service Company ("CSC"), a Delaware corporation qualified to do business in the State of Florida, as its attorney-in-fact for the limited purpose of executing on behalf of the undersigned the original Articles of Organization of TROPICAL GREENS, LLC (the "LLC"), a Florida limited liability company, for the further purpose of filing such Articles of Organization with the State of Florida Department of State, and for no other purpose. The power granted hereby shall be exercisable and effective upon execution of the Limited Power of Attorney by the undersigned and upon delivery of the original or a copy thereof by facsimile or other means to CSC. This grant of power shall be revoked immediately after the filing of the Articles of Organization of the LLC with the State of Florida Department of State. All parties who review the original or a copy of this Limited Power of Attorney may rely upon it and the exercise of the limited power granted herein without making further inquiry as to the matters described herein or the authority of CSC to act hereunder.

This Limited Power of Attorney is executed on this 19 day May, 2002.


Signature


James P. Walton
Print Name of Signer

WITNESS:


Signature

Deborah L. Walton
Print Name of Witness

WITNESS:


Signature

George P. DeB
Print Name of Witness

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CLERK OF STATE
TALLAHASSEE, FLORIDA