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From-BARNES WALKER

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Florida Department of State  
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DIVISION OF CORPORATIONS

## BASIC AMENDMENT

BEST DEAL BLUEBERRIES, LLC

Certificate of Status		0
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**AMENDED & RESTATED  
ARTICLES OF ORGANIZATION  
OF  
BEST DEAL BLUEBERRIES, LLC.**

**ARTICLE I  
Name**

The name of the limited liability company ("Company") is BEST DEAL BLUEBERRIES, LLC.

**ARTICLE II  
Address**

The mailing and street address of the Company's principal office is 3926 24<sup>th</sup> Street Southeast, Ruskin, Florida 33580.

**ARTICLE III  
Duration**

The period of duration for the Company is perpetual.

**ARTICLE IV  
Registered Agent and Office**

The name of Company's initial registered agent in Florida is Garret T. Barnes, Esquire. The address of Company's registered office in Florida is Barnes Walker, Chartered, 3119 Manatee Avenue West, Bradenton, Florida 34205.

**ARTICLE V  
Management**

A. The Company is to be managed by a Manager who will serve until the first annual meeting of the Members. The initial Manager who shall serve until the organizational meeting of the Company, is identified as follows:

ASHER BARNEA, whose address is 3926 24<sup>th</sup> Street Southeast, Ruskin, Florida 33570.

B. The Managers shall have the authority, upon unanimous approval by all Managers, to exercise all powers of the Company and to do all things necessary to carry out its business and affairs described in Florida Statutes Section 608.404, as from time to time amended, including, but not limited to, the power to acquire, mortgage, encumber, sell, lease, convey, and transfer the Company's real and personal property.

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**ARTICLE VI**  
**Continuation of Business**

Subject to the terms contained in the Operating Agreement of the Company, the remaining Members of the Company have the right to continue the business on 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 Company.


**ARTICLE VII**  
**Profits and Losses Allocation**

Profits and losses will be allocated to the Members in accordance with the Operating Agreement of the Company.

**ARTICLE VIII**  
**Amendments**

Subject to the restrictions set forth in Article V above, these Articles may be amended by filing Articles of Amendment with the Florida Department of State signed by all of the Members.

IN WITNESS WHEREOF, the undersigned, being all of the Members of the Company, have executed these Amended and Restated Articles of Organization on this 28th day of August, 2002.

  
\_\_\_\_\_  
ASHER BARNEA, Member

  
\_\_\_\_\_  
LINDA BARNEA, Member

  
\_\_\_\_\_  
DEAN DIEHL, Member

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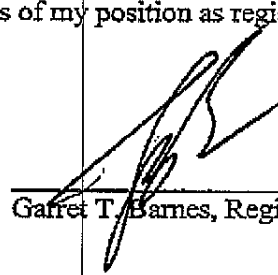
**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Florida Statute Section 608.415 or 608.507, the undersigned Limited Liability Company 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 BEST DEAL BLUEBERRIES, L.L.C.
2. The name and address of the registered agent and office is: Garret T. Barnes, Esquire, Barnes Walker, Chartered, 3119 Manatee Avenue West, Bradenton, Florida 34205.

Having been named as registered agent and to accept service of process for the above-named 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 property and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Dated: 8-28-02

  
\_\_\_\_\_  
Garret T. Barnes, Registered Agent

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