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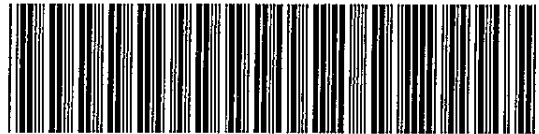
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TALLAHASSEE, FLORIDA

PATRICIA ANGEL TUNNO
ATTORNEY AT LAW
POST OFFICE BOX 666
HAINES CITY, FLORIDA 33845

Telephone: 863-422-3530
Fax Number: 863-422-5002

January 24, 2003

Registration Section
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314-6327

Re: A & O Groves Service, LLC

Gentlemen:

Enclosed are:

1. Articles of Organization for A & O Groves Service, LLC, and one copy;
2. Acceptance of Appointment by Initial Registered Agent;
3. Check in the amount of \$125.00 to cover the following filing fees:

\$100.00	Filing Fee for Articles of Organization
\$ 25.00	Filing Fee for Registered Agent Designation

4. Copy of this letter with stamped, return envelope.

Upon receipt, please date stamp the enclosed copy of this letter to acknowledge its receipt and the above listed enclosures. Upon completion of filing, please send confirmation of completion of the above referenced matters to me.

If I can be of any assistance, please do not hesitate to call me.

Sincerely yours,



Patricia Angel Tunno

Enclosures

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**ARTICLES OF ORGANIZATION FOR
A & O GROVES SERVICE, LLC,
A FLORIDA LIMITED LIABILITY COMPANY**

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**ARTICLE I
NAME**

The name of the Limited Liability Company is A & O GROVES SERVICE, LLC

**ARTICLE II
ADDRESS**

The mailing address and street address of the principal office of the Limited Liability Company is 7 Spencer Shores, Haines City, FL 33844.

**ARTICLE III
MANAGEMENT**

The company shall be managed by its Managing Member, W. C. Tunno, Jr.

**ARTICLE IV
MEMBERSHIP INTERESTS**

The company shall have two (2) classes of membership interest, Class A Voting and Class B Non-voting. Initially the Class A membership interests shall comprise one percent (1%) of the total membership interests and Class B membership interest shall comprise ninety-nine percent (99%) of the total membership interests. The members owning Class A membership interest shall be the company's managers. The members owning Class B membership interests shall not be entitled to (i) participate in the management of the company, (ii) contract on behalf of the company, or (iii) otherwise act on behalf of or legally bind the company.

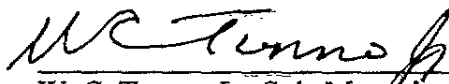
**ARTICLE V
INITIAL REGISTERED OFFICE AND AGENT**

The address of the initial Registered Office of the Limited Liability Company is 7 Spencer Shores, Haines City, FL 33844, and the initial Registered Agent at such address is W. C. Tunno, Jr.

ARTICLE VI
TRANSFERABILITY OF MEMBERSHIP INTEREST

No member or members of the company shall have the right to assign their membership interest in the company, whether voluntarily or involuntarily, without the unanimous written agreement of all of the members (the "Required Unanimous Vote"), unless otherwise provided in the company's operating agreement. If an assignment of a membership interest is not approved by the Required Unanimous Vote, the assignee shall have no right to (i) become a member of the company, (ii) participate in the management of the company, or (iii) exercise any rights or powers of a member. The assignee shall merely be entitled to receive the share of profits and other distributions to which the assignor was entitled, to the extent assigned. Any such assignee shall be allocated and report all items of income, gain, loss, deduction, credit or other tax allocation (a "Taxable Item") on such assignee's income tax returns each year to the same extent the assignor would have been allocated such Taxable Items and the assignee shall receive the federal and all relevant state Forms K-1s with respect to such allocations.

IN WITNESS WHEREOF, the undersigned Managing Member affirms that, under penalties of perjury, the facts stated herein are true, and the undersigned Managing Member has executed these Articles of Organization this 24th day of January, 2003.



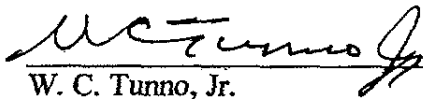
W. C. Tunno, Jr., Sole Managing Member

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**ACCEPTANCE OF APPOINTMENT
BY INITIAL REGISTERED AGENT**

THE UNDERSIGNED, an individual, having been named in Article V of the foregoing Articles of Organization as initial Registered Agent at the office designated therein, hereby accepts such appointment and agrees to act in such capacity. The undersigned hereby states that he is familiar with, and hereby accepts, the obligations set forth in Section 608.407, Florida Statutes, and the undersigned will further comply with any other provisions of law made applicable to him as Registered Agent of the limited liability company.

DATED this 24th day of January, 2003.



W. C. Turno, Jr.

CLERK OF STATE
TALLAHASSEE, FLORIDA

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