

L030000006328

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**AMENDED AND RESTATED
ARTICLES OF ORGANIZATION
OF
COBALT LLC**

Pursuant to the Florida Limited Liability Company Act, Chapter 608 of the Florida Statutes, the undersigned desiring to amend and restate the articles of organization of COBALT LLC, a limited liability company (the "Company") duly organized and existing under the laws of the State of Florida as filed with the Florida Department of State on February 20, 2003, and assigned document number L03000006328. The undersigned confirms that these Amended and Restated Articles of Organization were unanimously adopted by the Managers of the Company by a Written Consent of the Meeting of the Managers of the Company on March 6, 2007. The following Amended and Restated Articles of Organization hereby amend and restate the provisions of the Company's original Articles of Organization in their entirety:

ARTICLE I

NAME

The name of the limited liability company is FYFFES TROPICAL PRODUCE LLC (the "Company").

ARTICLE II

ADDRESS

The principal office and mailing address of the Company is:

550 Biltmore Way
Suite 730
Coral Gables, FL 33134

ARTICLE III

OPERATING AGREEMENT

The power to adopt, alter, amend, or repeal an operating agreement for the Company shall be vested in the Member(s) of the Company.

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ARTICLE IV

MANAGEMENT

The Company shall be conducted, carried on, and managed by at least one (1) Manager. The Manager(s) shall also have the rights and responsibilities described in the Operating Agreement of the Company, if applicable. The Manager(s) shall serve in such capacity until their successor(s) are duly elected and qualified.

ARTICLE V

DURATION AND CONTINUATION

The period of the Company's duration shall commence with the filing of these Articles of Organization with the Secretary of State, and shall continue perpetually, unless terminated (i) in accordance with the Company's Operating Agreement, or (ii) by the written agreement of a majority of ownership interest.

ARTICLE VI

PURPOSE

The purpose for which the Company is being formed is to engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE VII

ADDITIONAL MEMBERS

Additional Members may be admitted upon the unanimous written consent of the then existing Members or upon the written application of such new Member, in the manner set forth in the Operating Agreement of the Company, if applicable.

ARTICLE VIII

REGISTERED AGENT AND OFFICE

The Company designates 550 Biltmore Way, Suite 730, Coral Gables, Florida 33134 as the street address of the registered office of the Company and names Enda Walsh as the Company's registered agent at that address to accept service of process within this state.

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IN WITNESS WHEREOF, the undersigned has executed this instrument this
6th day of March, 2007.



Enda Walsh, Manager

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