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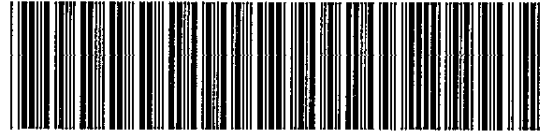
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TALLAHASSEE, FLORIDA
DIVISION OF REGISTRATION

W03-15644
OR



CORPORATION SERVICE COMPANY™

ACCOUNT NO. : 072100000032

REFERENCE : 077109 7279384

AUTHORIZATION :

COST LIMIT : \$ 155.00

Patricia Pigato

ORDER DATE : May 1, 2003

ORDER TIME : 9:18 AM

ORDER NO. : 077109-005

CUSTOMER NO: 7279384

CUSTOMER: Ms. Maryann S. Peterson
Andrew Helgesen, P.a.

Suite 201
11380 Prosperity Farms Road
West Palm Beach, FL 33410

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TALLAHASSEE, FLORIDA

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DOMESTIC FILING

NAME: BLACK GOLD PRECOOLER, LLC

EFFECTIVE DATE:

_____ ARTICLES OF INCORPORATION
_____ CERTIFICATE OF LIMITED PARTNERSHIP
XX _____ ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX _____ CERTIFIED COPY
_____ PLAIN STAMPED COPY
_____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Susie Knight - EXT. 1156

EXAMINER'S INITIALS: _____

**ARTICLES OF ORGANIZATION
OF BLACK GOLD PRECOOLER, LLC**

The undersigned certify that we have associated ourselves together for the purpose of becoming a limited liability company under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit. We further declare that the following Articles shall serve as the Charter and authority for the conduct of business of the limited liability company.

**ARTICLE 1
NAME AND PRINCIPAL PLACE OF BUSINESS**

The name of the limited liability company shall be **Black Gold Precooler, LLC**, and its principal office shall be located at the Northwest Quadrant of Belle Glade Business Park, Curlew Road, Belle Glade, FL 33430, but it shall have the power and authority to establish branch offices at any other place or places as the members may designate. Its mailing address shall be Post Office Box 220, Pahokee, FL 33476.

**ARTICLE 2
PURPOSES AND POWERS**

2.1 In addition to the powers authorized by the laws of the State of Florida for limited liability companies, the general nature of the business or businesses to be transacted, and which the limited liability company is authorized to transact, shall be as follows:

- a. To engage in any activity or business authorized under the Florida Statutes.
- b. In general, to carry on any and all incidental business; to have and exercise all the powers conferred by the laws of the State of Florida, and to do any and all things set forth in these Articles to the same extent as a natural person might or could do.
- c. To purchase or otherwise acquire, undertake, carry on, improve, or develop, all or any of the business, good will, rights, assets, and liabilities of any person, firm, association, or corporation carrying on any kind of business of a similar nature to that which this limited liability company is authorized to carry on, pursuant to the provisions of these Articles; and to hold, utilize, and in any manner dispose of the rights and property so acquired.
- d. To enter into and make all necessary contracts for its business with any person, entity, partnership, association, corporation, domestic or foreign, or of any domestic or foreign state, government, or governmental authority, or of any political or administrative subdivision, or department, and to perform and carry out, assign, cancel, or rescind any of such contracts.

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e. To exercise all or any of the limited liability company powers, and to carry out all or any of the purposes, enumerated in these Articles and otherwise granted or permitted by law, while acting as agent, nominee, or attorney-in-fact for any persons or corporations, and perform any service under contract or otherwise for any corporation, joint stock company, association, partnership, firm, syndicate, individual, or other entity, and in this capacity or under this arrangement develop, improve, stabilize, strengthen, or extend the property and commercial interest of the property and to aid, assist, or participate in any lawful enterprise in connection with or incidental to the agency, representation, or service, and to render any other service or assistance it may lawfully do under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit.

f. To do everything necessary, proper, advisable, or convenient for the accomplishment any of the purposes, or the attainment of any of the objects, or the furtherance of any of the powers set forth in these Articles, either alone or in association with others incidental or pertaining to, going out of, or connected with its business or powers, provided the same shall not be inconsistent with the laws of the State of Florida.

2.2 The several clauses contained in this statement of the general nature of the business or businesses to be transacted shall be construed as both purposes and powers of this limited liability company, and statements contained in each clause shall, except as otherwise expressed, be in no way limited or restricted by reference to or inference from the terms of any other clause. They shall be regarded as independent purposes and powers.

2.3 Nothing contained in these Articles shall be deemed or construed as authorizing or permitting, or purporting to authorize or permit the limited liability company to carry on any business, exercise any power, or do any act which a limited liability company may not, under Florida laws, lawfully carry on, exercise, or do.

ARTICLE 3 MANAGEMENT

This limited liability company shall be managed by one or more managers who need not be members of the company. The names and addresses of the persons who shall serve until the first annual meeting of members or until successors are elected and qualified are as follows:

Paul Allen

**33 N.E. Avenue I
Belle Glade, FL 33430**

Raymond R. Roth, Jr.

**15385 Enstrom Road
Wellington, FL 33414**

ARTICLE 4
DURATION

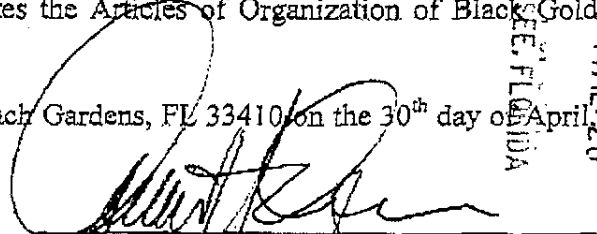
This limited liability company shall exist until December 31, 2060, or until dissolved in a manner provided by law, or as provided in the regulations adopted by the members.

ARTICLE 5
INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The address of the initial registered office of the limited liability company is 11380 Prosperity Farms Road, Suite 201, Palm Beach Gardens, Florida, 33410, and the name of the company's initial registered agent at that address is Andrew Helgesen, Esq.

The undersigned, being the authorized representative a member of the limited liability company, certifies that this instrument constitutes the Articles of Organization of Black Gold Precooler, LLC.

Executed by the undersigned at Palm Beach Gardens, FL 33410 on the 30th day of April 2003.


Andrew Helgesen, as authorized
representative for Roth Farms, Inc. and as
initial registered agent.

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