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Account Name : DEAN, MEAD, EGERTON, BLOODWORTH, CAPOUANO & BOZARTH, P.A.
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DIVISION OF CORPORATIONS

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LIMITED LIABILITY COMPANY

Gracewood Fruit Company, LLC

Certificate of Status	0
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**ARTICLES OF ORGANIZATION
OF
GRACEWOOD FRUIT COMPANY, LLC**

The undersigned, acting as organizer of this limited liability company pursuant to Chapter 608 of the Florida Statutes, hereby forms a limited liability company under the laws of the State of Florida and adopts the following Articles of Organization for such limited liability company:

ARTICLE I - NAME OF COMPANY

The name of the limited liability company is Gracewood Fruit Company, LLC (the "Company").

ARTICLE II - PRINCIPAL OFFICE

The street address, and the mailing address, of the principal office of the Company is 1626 90th Avenue, Vero Beach, Florida 32968-0370.

ARTICLE III - REGISTERED AGENT AND REGISTERED OFFICE

The street address of the initial registered office of the Company in the State of Florida is 1626 90th Avenue, Vero Beach, Florida 32968-0370. The name of the registered agent of the Company at that address is Richwood Packing, L.L.C.

ARTICLE IV - MANAGEMENT

The Company is to be a member-managed company. The names and addresses of the initial managing members of the Company are:

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A. Duda & Sons, Inc.
1975 West State Road 426
Oviedo, Florida 32765


Richwood Packing, L.L.C.
1626 90th Avenue
Vero Beach, Florida 32968-0370

ARTICLE V - EFFECTIVE DATE

The effective date of these Articles of Organization, and the beginning of the existence of the Company, shall be the date of filing of these Articles of Organization with the Florida Department of State.

The undersigned authorized member-representative has made and subscribed these Articles of Organization this 20th day of August, 2003.

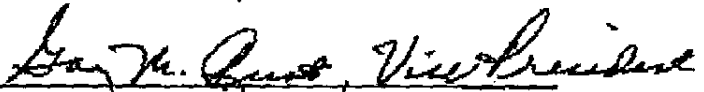
Under penalties of perjury I declare that I have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.


Albert D. Capouano, authorized member-
representative

STATEMENT OF ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent to accept service of process for the above referenced limited liability company, at the place designated in the foregoing Articles of Organization, I hereby accept such appointment and agree to act in such capacity. I further agree to comply with the provisions of all statutes relevant to the proper and complete performance of the duties of a registered agent, and I am familiar with, and accept the duties and obligations of, Section 608.415 of the Florida Statutes.

RICHWOOD PACKING, L.L.C.

By: 
Gary M. Rust, Vice President

Date: August 20, 2003

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