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**L03000040424**

Florida Department of State  
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**LIMITED LIABILITY AMENDMENT**

**CASCADE NURSERY, LLC**

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NOV-12-2003 14:45

P.01



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood  
Secretary of State

November 12, 2003

CASCADE NURSERY, LLC  
500 E KENNEDY BLVD., SUITE 200  
TAMPA, FL 33602

SUBJECT: CASCADE NURSERY, LLC  
REF: L03000040424

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FLORIDA DEPARTMENT OF STATE

Glenda E. Hood  
Secretary of State

November 10, 2003

CASCADE NURSERY, LLC  
500 E KENNEDY BLVD., SUITE 200  
TAMPA, FL 33602

SUBJECT: CASCADE NURSERY, LLC  
REF: L03000040424

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The amended and restated articles must be filed under a separate cover sheet.

I will process the merger, however, the amended and restated articles are not a part of this filing.

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A statement that the document was duly executed and filed in accordance with section 608.411, Florida Statutes, must be contained in the document.

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**AMENDED AND RESTATED  
ARTICLES OF ORGANIZATION  
OF  
CASCADE NURSERY, LLC**

The undersigned member hereby executes these Amended and Restated Articles of Organization for the purpose of forming a limited liability company in accordance with Chapter 608, Florida Statutes, and to be effective as of the date of filing with and approval of the articles of merger between Cascade Nursery, LLC ("Cascade, LLC") and Cascade Nurseries, Inc., a Florida corporation ("Cascade, Inc.") (with Cascade Nursery, LLC, being the surviving entity) by the Florida Department of State (the "Effective Date"):

**ARTICLE 1**

**Name**

The name of this limited liability company shall be: CASCADE NURSERY, LLC.

**ARTICLE 2**

**Mailing Address and Street Address**

The mailing address and the street address of the principal office of this limited liability company is 500 E. Kennedy Boulevard, Suite 200, Tampa, Florida 33602.

**ARTICLE 3**

**Registered Agent**

The initial registered agent of this limited liability company is Richard A. Schlosser, whose mailing address and street address is 500 E. Kennedy Boulevard, Suite 200, Tampa, Florida, 33602. This limited liability company shall have the right to change such registered agent and such registered office from time to time, as provided by law.

**ARTICLE 4**

**Management**

This limited liability company shall be managed by one or more managers, as more fully described in the Operating Agreement of this limited liability company.

IN WITNESS WHEREOF, the undersigned member has executed these Articles of Organization for the uses and purposes therein stated as of November 7, 2003.

This document was duly executed and filed in accordance with Section 608.411, Florida Statutes.

  
Randall E. Gentry, Member

**ACCEPTANCE OF SERVICE AS REGISTERED AGENT**

**CASCADE NURSERY, LLC**

The undersigned, Richard A. Schlosser, having been named as registered agent to accept service of process for the above-named limited liability company at the registered office designated in the Articles of Organization, hereby agrees and consents to act in that capacity. The undersigned is familiar with and accepts the duties and obligations of Section 608.415 Florida Statutes.

DATED: November 7, 2003.

  
RICHARD A. SCHLOSSER

NOV 12 PM 4:20  
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