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(Requestor's Name)

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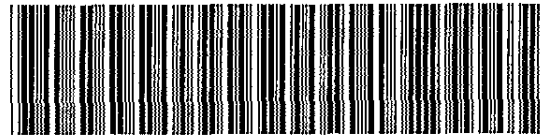
(Business Entity Name)

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04 FEB -2 PM 2:41
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TALLAHASSEE, FLORIDA



CORPORATION SERVICE COMPANY™

ACCOUNT NO. : 072100000032

REFERENCE : 419733 7152087

AUTHORIZATION :

COST LIMIT : \$ PPD

FILED
04 FEB -2 PM 3:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : February 2, 2004

ORDER TIME : 1:46 PM

ORDER NO. : 419733-005

CUSTOMER NO: 7152087

CUSTOMER: Donald H. Wilson, Jr., Esq
Boswell & Dunlap, LLP

245 South Central Avenue

Bartow, FL 33830

DOMESTIC FILING

NAME: BENTON FOOD BROKERS, LLC

EFFECTIVE DATE:

ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP
XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
XX PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Amanda Haddan - EXT. 2914

EXAMINER'S INITIALS: _____

**ARTICLES OF ORGANIZATION
OF
BENTON FOOD BROKERS, LLC**

04 FEB -2 PM 3:51
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, Florida Statutes, Chapter 608, hereby makes, acknowledges, and files the following Articles of Organization.

ARTICLE I -- NAME

The name of the limited liability company shall be: BENTON FOOD BROKERS, LLC.

ARTICLE II -- ADDRESS

The street address of the principal office and mailing address of this company is 5244 Waterwood Run, Bartow, Florida 33830.

ARTICLE III -- DURATION

The company shall commence its existence on the date these Articles of Organization are filed by the Florida Department of State or on another effective date, if specified. The company's existence shall be perpetual unless the company is dissolved earlier as provided in these Articles of Organization or in the Operating Agreement.

ARTICLE IV -- REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the company in the state of Florida is Donald H. Wilson, Jr., 245 South Central Avenue, Bartow, Florida 33830.

ARTICLE V -- ADMISSION OF NEW MEMBERS

Except as set forth in the Operating Agreement, no additional members shall be admitted to the company except with the written consent of a majority in interest of the members of the company and on the terms and conditions as shall be determined by the members. A member may transfer his or her interest in the company as set forth in the Operating Agreement of the company, but the transferee shall have no right to participate in the management of the business and affairs of the company or become a member unless a majority in interest of the members of the company, other than the member proposing to dispose of his or her interest, approve of the proposed transfer by written consent, except as otherwise provided in the Operating Agreement.

ARTICLE VI -- MANAGEMENT

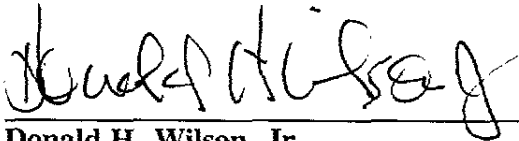
The Company shall be managed by Manager(s) in accordance with the Operating Agreement for the management of the business and affairs of the Company. The Operating Agreement may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with law or these articles of organization. The names and addresses of the initial Managers of the Company are:

Willard R. Benton
5244 Waterwood Run
Bartow, Florida 33830


ARTICLE VII -- RESIDENT AGENT ACCEPTANCE

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment

as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, Florida Statutes.

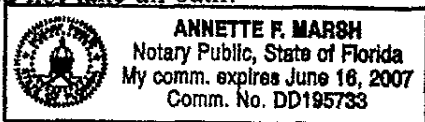

Donald H. Wilson, Jr.

IN WITNESS WHEREOF, the undersigned as the sole authorized representative of the foregoing limited liability company affirms under penalties of perjury that the facts stated herein are true.

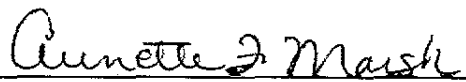

Willard R. Benton

STATE OF FLORIDA
COUNTY OF POLK

I HEREBY CERTIFY that on January 30, 2004, before me, an officer duly authorized to take acknowledgments, personally appeared Willard R. Benton, who executed the foregoing Articles of Organization, who presented his driver's licenses as identification, and who did not take an oath.



(Affix Notarial Seal)


Notary Public - State of Florida at Large