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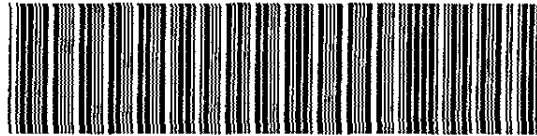
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TALLAHASSEE, FLORIDA

J. BRYAN FEB 20 2004

February 9, 2003

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

Subject: **Patriot Acres Farms LLC**

The enclosed Articles of Organization and fees are submitted for filing.


Please return all correspondence concerning this matter to the following:

Mr. Charles R. Poulton II
Patriot Acre Farms LLC
3441 Treiman Blvd.
Ridge Manor, FL 33523

For further information concerning this matter, please call:

Mr. Charles R. Poulton II at 813-882-4007.

Sincerely,


Charles R. Poulton II

**ARTICLES OF ORGANIZATION
FOR
FLORIDA LIMITED LIABILITY COMPANY**

I, the undersigned subscriber to these Articles of Organization, being a natural person competent to contract, hereby subscribe to and form a Limited Liability Company under the laws for the State of Florida.

ARTICLE I – Name

The name of the Limited Liability Company shall be:

Patriot Acres Farm L.L.C.

ARTICLE II – Address

The principal place of business and mailing address of this Limited Liability Company shall be:

3441 Treiman Blvd.
Ridge Manor, Fl 33523

ARTICLE III – Business Permitted

The Limited Liability Company may engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV – Duration

The period of duration for the Limited Liability Company shall be perpetual.

ARTICLE V – Management

The name and address of each Manager(s) or Managing Member(s) is as follows:

<u>Title</u>	<u>Name and Address</u>
Managing Member	Charles R. Poulton II 3441 Treiman Blvd. Ridge Manor, Fl 33523
Member	Janet F. Poulton 3441 Treiman Blvd. Ridge Manor, Fl 33523

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TALLAHASSEE, FLORIDA

ARTICLE VI – Admission of Additional Members

Members of the Limited Liability Company have the right to admit new members. Additional member(s) may be admitted only on the unanimous written consent of the existing member(s), and the existing member(s) shall determine the amount and nature of the contributions by the new member(s) at the time the new member(s) are admitted.

ARTICLE VII – Members Right to Continue Business


The remaining member(s) of the Limited Liability Company may have the right to continue the business on the death, retirement, expulsion, bankruptcy, or dissolution of a member or the occurrence of any event which terminates the continued membership of a member in the Limited Liability Company. The business may be continued only by unanimous written consent of the remaining member(s).

ARTICLE VIII – Registered Agent, Registered Office, & Registered Agent's Signature

The name and the Florida street address of the registered agent are:

Charles R. Poulton II
3441 Treiman Blvd.
Ridge Manor, Fl 33523

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.


Registered Agent Signature

ARTICLE IX – Effective Date

The effective date of this Limited Liability Company shall be February 9, 2004.

Required Signature:


Member Signature

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In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true. Executed this 7th day of February 2004.

Charles R. Poulton II

Printed Name

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JULIA M. COOPER
TALLAHASSEE, FLORIDA