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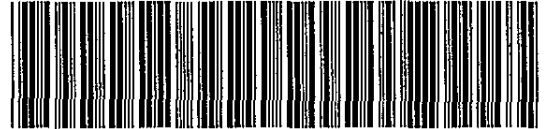
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Sp

**LAW OFFICES OF
BARRY A. DIAMOND, P.A.**
CORAL SPRINGS COMMERCE CENTRE
9728 WEST SAMPLE ROAD * POST OFFICE BOX 8824
CORAL SPRINGS, FLORIDA 33065

BROWARD: (954) 752-5000 * FAX: (954) 752-0558

May 27, 2004

Corporate Records Bureau
Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

Re: **Articles of Organization**

Gentlemen:

Enclosed herewith, in duplicate, please find Articles of Organization for the following new Limited Liability Company:

GRAINS & GREENS, LLC

Also enclosed is our check in the amount of \$125.00 for filing the Articles of Organization and a copy to be returned to the undersigned at the above-referenced address.

If you have any questions, please do not hesitate to contact this office.

Very truly yours,


BARRY A. DIAMOND

BD/jac

encs.

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ARTICLES OF ORGANIZATION
OF
GRAINS & GREENS, LLC

The undersigned hereby form and establish a Limited Liability Company pursuant to Chapter 608, Florida Statutes, as follows:

ARTICLE I

The name of this Limited Liability Company is GRAINS & GREENS, LLC.

ARTICLE II

This Limited Liability Company shall have perpetual existence commencing on the date of the filing of these Articles with the Florida Department of State unless sooner terminated as provided in any Operating Agreement for this Limited Liability Company.

ARTICLE III

The mailing address and street address of the principal place of business of this Limited Liability Company are 9728 W. Sample Road, Coral Springs, Florida 33065. This Limited Liability Company may, at its discretion, at any time, change the address of its principal place of business.

ARTICLE IV

The name and street address of the initial registered agent of this Limited Liability Company is David Pinchevsky, 9728 W. Sample Road, Coral Springs, Florida 33065.

ARTICLE V

This Limited Liability Company is to be managed by a manager, who is to serve as manager until the first annual meeting of the members of this Limited Liability Company or until his/her successors are elected and qualify. The name and mailing address of the initial manager is David Pinchevsky, 9728 W. Sample Road, Coral Springs, Florida 33065.

ARTICLE VI

Subject to any preemptive rights existing as of the date of execution of these Articles, additional members may be admitted to this Limited Liability Company upon such terms and conditions as shall be established by the members of this Limited Liability Company.

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ARTICLE VII

Subject to the terms of any Operating Agreement of this Limited Liability Company, the business of this Limited Liability Company shall be dissolved upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in this Limited Liability Company.

IN WITNESS WHEREOF, the undersigned has subscribed and acknowledged these Articles of Organization at Coral Springs, Broward County, Florida, this 27th day of May, 2004.



JAY EISENBERG,
Subscriber

STATE OF FLORIDA
COUNTY OF BROWARD

The foregoing instrument was acknowledged before me this 26th day of May, 2004, by JAY EISENBERG, who (is personally known to me/~~has~~ produced as identification) and who (did/~~did not~~) take an oath.

(SEAL)


Please Print Name: _____

Notary Public, State of Florida at Large
Serial No. (if any): _____



Barry A Diamond
My Commission DD138487
Expires August 10 2006

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CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR
THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON
WHOM PROCESS MAY BE SERVED

In pursuance of section 608.407, Florida Statutes, the following is submitted, in compliance with said Act:

FIRST, the Limited Liability Company, GRAINS & GREENS, LLC, desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Organization at the City of Coral Springs, State of Florida, has named DAVID PINCHEVSKY, located at 9728 West Sample Road, Coral Springs, Florida 33065, as its agent to accept service of process within this State.

Having been named to accept service of process for the above-stated Limited Liability Company, at the place designated in this Certificate, I hereby accept to act in this capacity and agree to comply with the provisions of said Act relative to keeping open said office.



DAVID PINCHEVSKY
Registered Agent

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