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ATTORNEYS AND COUNSELORS AT LAW

CHARLES W. MCKINNON JOHN E. MOORE, III* BRADLEY W. ROSSWAY J. AT WOOD TAYLOR, III* THOMAS W. TIERNEY**

*ALSO ADMITTED IN THE DISTRICT OF COLUMBIA **ALSO ADMITTED IN CALIFORNIA THE OAK POINT PROFESSIONAL CENTER
5070 NORTH HIGHWAY A-1-A
SUITE 200
VERO BEACH, FLORIDA 32963
TELEPHONE (772) 231-4440
FACSIMILE (772) 231-4430

July 7, 2004

LISA R. HAMILTON NICOLE P. MENZ MARY E. SILVA* HELEN E. SCOTT, P.A. MICHAEL J. SWAN OF COUNSEL

Secretary of State State of Florida Division of Corporations Florida Department of State 409 East Gaines Street Tallahassee, FL 32399

RE: Cracker Trail Produce LLC

Ladies and Gentlemen:

In regard to the above, please find enclosed the Articles of Organization for Cracker Trail Produce LLC for filing with the Secretary of State's Office.

This firm's check in the amount of \$125.00 is also enclosed to cover your filing fee and the Registered Agent Designation fee for the new entity.

Thank you for your assistance and for sending your Certificate of Filing to this office in the enclosed, pre-prepared return envelope.

Sincerely,

Douglas M. Case

Attorney-at-Law

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Encs.

CC: Cracker Trail Produce, LLC, w/encs.

ARTICLES OF ORGANIZATION FOR

CRACKER TRAIL PRODUCE LLC,

a Florida limited liability company

ARTICLE 1

Name

The name of the Limited Liability Company is:

"CRACKER TRAIL PRODUCE LLC"

ARTICLE II

<u>Address</u>

The mailing address and street address of the principal office of the Limited Liability Company is:

4540 18th Street Vero Beach, Florida 32966

ARTICLE III

Registered Agent/Address

The name and address of the registered agent is:

Douglas M. Case, Esq.

Rossway Moore & Taylor

5070 North Highway A-1-A, Suite 200

Vero Beach, Florida 32963

IN WITNESS WHEREOF, the undersigned has duly executed these Articles on the 6th day of July, 2004.

DOUGLAS M. CASE,

Authorized Representative

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, F.S.

DOUGLAS M. CASE

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