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Division of Corporations

ROGERS, TOWERS

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Florida Department of State
Division of Corporations
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Fax Number : (850) 205-0383

From:

Account Name : ROGERS, TOWERS, BAILEY, ET AL
Account Number : 076666002273
Phone : (904) 398-3911
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LIMITED LIABILITY COMPANY

Roscoe Farms, LLC

Certificate of Status	0
Certified Copy	0
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ROGERS TOWERS

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION
OF
ROSCOE FARMS, LLC**

These Articles of Organization are submitted for the purpose of forming a limited liability company pursuant to the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, as the same may from time to time be amended (the "Act").

**ARTICLE I
NAME**

The name of the limited liability company (the "Company") is:

ROSCOE FARMS, LLC

**ARTICLE II
ADDRESSES**

The initial mailing address and street address of the Company is: 1548 The Greens Way, Suite 3, Jacksonville Beach, Florida 32250.

**ARTICLE III
EFFECTIVE DATE**

The effective date of these Articles shall be November 1, 2004.

**ARTICLE IV
REGISTERED AGENT**

The name and street address of the initial registered agent of the Company are: Edward R. McCue, Jr., 1548 The Greens Way, Suite 3, Jacksonville Beach, Florida 32250.

**ARTICLE V
MANAGEMENT**

The Company is to be managed by a manager and is, therefore, a manager-managed company.

**ARTICLE VI
LIMITED LIABILITY**

Except as otherwise expressly provided by the Act, no member, manager, officer, agent, or employee of the Company shall be personally liable for the debts, obligations, or liabilities of the Company, whether arising in contract, tort, or otherwise, or for the acts or omissions of any other member, manager, officer, agent, or employee of the Company.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization this November 3, 2004.


Edward R. McCue, Jr.

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ROGERS TOWERS

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**CERTIFICATE OF DESIGNATION
OF REGISTERED AGENT/REGISTERED OFFICE**

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Pursuant to the provisions of Section 608.415 or Section 608.507, Florida Statutes, the undersigned limited liability company submits the following statement to designate a registered office and registered agent in the State of Florida.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. The name of the limited liability company is:

ROSCOE FARMS, LLC

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

**Edward R. McCue, Jr.
1548 The Greens Way
Suite 3
Jacksonville Beach, Florida 32250**

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.

Dated: November 3, 2004

Signature of Registered Agent



Edward R. McCue, Jr.