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Division of Corporations

CARLTON FIELDS ST. PETE

NO. 7473 Pa. P. 2 of 1

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Florida Department of State  
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LIMITED LIABILITY COMPANY

Suncoast Farms Development, LLC

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CARLTON FIELDS ST. PETE

NO. 7473 P. 1

# CARLTON FIELDS

ATTORNEYS AT LAW

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200 CENTRAL AVENUE, SUITE 2300  
ST. PETERSBURG, FLORIDA 33701-4352

MAILING ADDRESS  
P.O. BOX 2861, ST. PETERSBURG, FL 33731-2861  
TEL (727) 821-7000 FAX (727) 822-3768

### FAX COVER SHEET

<b>Date:</b> February 23, 2005	<b>Phone Number</b>	<b>Fax Number</b>
<b>To:</b> Division of Corporations		(850) 205-0383
<b>From:</b> Joel B. Giles	(727) 821-7000	(727) 822-3768

**Client/Matter No.:** 38230 / 82106

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**Message:**

Suncoast Farms Development, LLC

See attached Electronic Filing Cover Sheet and Articles of Organization.

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STP#521372.1    CARLTON, FIELDS, WARD, EMMANUEL, SMITH & CUTLER, P. A.

TAMPA    ORLANDO    TALLAHASSEE    WEST PALM BEACH    ST. PETERSBURG    MIAMI

**ARTICLES OF ORGANIZATION  
OF  
SUNCOAST FARMS DEVELOPMENT, LLC**

The undersigned, acting as the organizing member of a limited liability company under the Florida Limited Liability Company Act, adopts the following articles of organization for such limited liability company (the "Company"):

**ARTICLE I  
Name**

The name of the Company is SUNCOAST FARMS DEVELOPMENT, LLC.

**ARTICLE II  
Principal Office and Mailing Address**

The principal office and mailing address of the Company is c/o Joel B. Giles, Esquire, 200 Central Avenue, Suite 2300, St. Petersburg, Florida 33701.

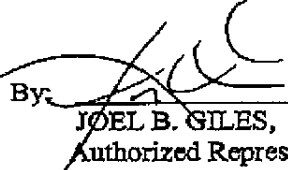
**ARTICLE III  
Initial Registered Agent and Office**

The street address of the initial registered office of the Company is 4221 West Boy Scout Boulevard, Tampa, Florida 33607, and the name of its initial registered agent at that address is CFRA, LLC, a limited liability company organized and existing under the laws of the State of Florida.

**ARTICLE IV  
Organizing Member**

The name and address of the authorized representative of the Company executing these articles of organization is:

<u>Name</u>	<u>Address</u>
Joel B. Giles	200 Central Avenue, Suite 2300 St. Petersburg, Florida 33701

By:   
JOEL B. GILES,  
Authorized Representative

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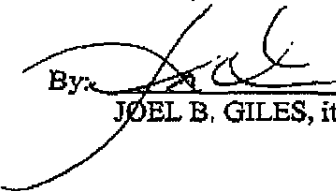
**ACCEPTANCE BY REGISTERED AGENT**

Having been named as registered agent and to accept service of process for the Company, at the place designated as the registered office, the undersigned hereby accepts the appointment as registered agent and agrees to act in that capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of the undersigned's duties, and the undersigned is familiar with and accepts the duties and obligations of the undersigned's position as registered agent.

Effective as of the 23rd day of February, 2005.

REGISTERED AGENT:

CFRA, LLC

By:   
JOEL B. GILES, its Authorized Agent

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