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# CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301  
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

*Peace River Pelons, LLC*

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- ☐ Certificate of Fictitious Name
- ☐ Corp Record Search
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- ☐ Fictitious Search
- ☐ Fictitious Owner Search
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- ☐ Driving Record
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**ARTICLES OF ORGANIZATION  
OF  
PEACE RIVER PALMS, LLC**

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05 OCT -3 PM 4:13  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned for the purpose of forming a limited liability company under the Florida Limited Liability Act, F.S. Chapter 608, hereby make, acknowledge and file the following Articles of Organization.

**ARTICLE I - NAME**

The name of the limited liability company shall be **PEACE RIVER PALMS, LLC**.

**ARTICLE II - PRINCIPAL PLACE OF BUSINESS AND ADDRESS**

The principal place of business and the address of the Company in Florida shall be 4104 NW Highway 72, Arcadia, Florida 34266, and its mailing address is Post Office Box 730, Arcadia, Florida 34265.

**ARTICLE III - PURPOSES AND POWERS**

The general purpose for which the Company is organized is to engage in agricultural investments and to transact any lawful business for which a limited liability company may be organized under the laws of the State of Florida in connection therewith. The Company shall have all the powers granted to a limited liability company under the laws of the State of Florida.

**ARTICLE IV - REGISTERED OFFICE AND AGENT**

The name and street address of the registered agent of the Company in the State of Florida is F. Francis Becker, at 4104 NW Highway 72, Arcadia, Florida 34266.

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#### **ARTICLE V - ADDITIONAL CAPITAL CONTRIBUTIONS**

No additional contributions of cash or property are required to be made to the Company, except as the members may otherwise unanimously agree upon as provided in the Regulations of the Company to be hereafter adopted by the Members of the Company (the ARegulations@).

#### **ARTICLE VI - ADDITIONAL MEMBERS**

(i) The Members may admit to the Company additional Member(s) to participate in the profits, losses, available cash flow, and ownership of the assets of the Company on such terms as are determined by all of the Members, (ii) admission of any such Additional Member(s) requires the written consent of the Members then having a majority interest in the Company, and (iii) any Additional Members are allocated gain, loss, income or expense by the method provided in these Regulations, and if no method is specified, then as may be permitted by Section 706(d) of the Code.

#### **ARTICLE VII - CONTINUATION OF BUSINESS**

On the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or the occurrence of any other event that terminates the continued membership of a member in the limited liability company, the remaining members shall have the right to continue the business on unanimous consent of the remaining members.

#### **ARTICLE VIII - MANAGEMENT**

The Company shall be managed by its Members: R. William Becker, F. Francis Becker and Barton Plymale. The Members have appointed F. Francis Becker, whose address is 4104 NW Highway 72, Arcadia, Florida 34266, as the Managing Member. The signature of the Managing Member of the Company signing on behalf of the Company or the signature of a person designated

as an officer of the Company under the Regulations may be relied on as sufficient evidence of the action of the Company and that such action has been authorized by the unanimous consent of the Members.

#### **ARTICLE IX - OPERATING AGREEMENT**

The Members of the Company shall hereafter adopt the Operating Agreement setting forth all the terms, provisions, conditions and covenants by which the Company will be governed. The power to adopt, alter, amend or repeal the Operating Agreement shall be vested in the Members of the Company by unanimous written consent.

IN WITNESS WHEREOF, the undersigned, as incorporator, hereby executes these articles of organization this 28<sup>th</sup> day of September, 2005.

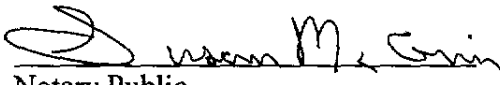
  
\_\_\_\_\_(SEAL)  
**F. FRANCIS BECKER, Member**

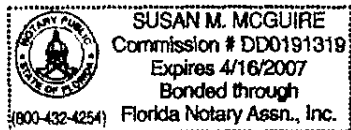
STATE OF FLORIDA  
COUNTY OF DESOTO

Before me, the undersigned authority, an officer duly authorized to administer oaths and take acknowledgments, personally appeared F. Francis Becker, who is personally known to me or who [ ] have produced \_\_\_\_\_ as identification.

WITNESS my hand and official seal this 28 day of September, 2005, at Arcadia, Florida.

(NOTARIAL SEAL)

  
\_\_\_\_\_  
Notary Public  
State of Florida at Large  
My Commission Expires:



**ACCEPTANCE**

Having been named to accept service of process for the above-stated Company at the place designated as stated in these Articles of Organization, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the duties and obligations of Chapter 608, Florida Limited Liability Company Act.

DATED this 27<sup>th</sup> day of September, 2005.

  
\_\_\_\_\_  
**F. FRANCIS BECKER**, Registered Agent