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Division of Corporations

SONNENSCHN WPD

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Florida Department of State  
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Account Number : I20040000039  
Phone : (561) 833-2410  
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FLORIDA/FOREIGN LIMITED LIABILITY CO.

Loeb's Foods, LLC

|                       |          |
|-----------------------|----------|
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TALLAHASSEE FLORIDA

**ARTICLES OF ORGANIZATION  
OF  
LOEB'S FOODS, LLC,  
a Florida limited liability company**

**ARTICLE I - NAME**

The name of this Florida limited liability company is LOEB'S FOODS, LLC (the "Company").

**ARTICLE II - ADDRESS**

The mailing address and the street address of the principal office of the Company is 1850 Lake Drive, Delray Beach, Florida 33444.

**ARTICLE III - INITIAL REGISTERED AGENT**

The name and Florida street address of the Registered Agent of the Company are NICHOLAS LOEB, 1850 Lake Drive, Delray Beach, Florida 33444.

**ARTICLE IV - MANAGER(S) OR MANAGING MEMBER(S)**

The name and address of each Managing Member is as follows:

| <u>NAME AND ADDRESS</u>                                       | <u>TITLE</u>    |
|---|-----------------|
| Nicholas M. Loeb<br>1850 Lake Drive<br>Delray Beach, FL 33444 | Managing Member |
| Greg Martin<br>256 Lake Eden Way<br>Delray Beach, FL 33444    | Managing Member |

**ARTICLE V - COMPANY EXISTENCE**

The Company's existence shall be effective as of the time of the filing of these Articles of Organization with the Florida Department of State and its existence shall be perpetual.

MITCHELL D. SCHEPPS, ESQ.  
Sonnenschein Nath & Rosenthal LLP  
777 South Flagler Drive, Ste. 600B  
West Palm Beach, FL 33401  
Telephone No.: 561-833-2410  
Fax No.: 561-833-8387  
Florida Bar No.: 0979139

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DATE: February 1, 2006

NICHOLAS M. LOEB and GREG MARTIN,  
Managing Members

By: Mitchell D. Schepps  
by Mitchell D. Schepps, as Attorney-in-Fact

MITCHELL D. SCHEPPS, ESQ.  
Sonnenschein Nath & Rosenthal LLP  
777 South Flagler Drive, Ste. 600B  
West Palm Beach, FL 33401  
Telephone No.: 561-833-2410  
Fax No.: 561-833-8387  
Florida Bar No.: 0979139

**CERTIFICATE OF DESIGNATION  
OF  
REGISTERED AGENT AND REGISTERED OFFICE**

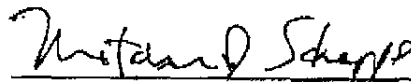
LIMITED LIABILITY COMPANY:

LOEB'S FOODS, LLC

REGISTERED AGENT AND REGISTERED OFFICE:

NICHOLAS M. LOEB  
1850 Lake Drive  
Delray Beach, FL 33444

Having been named as Registered Agent and to accept service of process for the Company named above at the place designated in this Certificate, I hereby agree to 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, Florida Statutes.



NICHOLAS M. LOEB, Registered Agent  
by Mitchell D. Schepps, as Attorney-in-Fact

DATE: February 1, 2006.

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