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**FLORIDA/FOREIGN LIMITED LIABILITY CO.**

**MAMEY-GALLO FARMS, LLC**

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DIVISION OF CORPORATION

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**ARTICLES OF INCORPORATION**

**OF**

**MAMEY-GALLO FARMS, LLC**

The undersigned Subscriber desiring to form a limited liability corporation in the State of Florida, hereby makes, signs, and subscribes these Articles of Incorporation in order to form a limited liability corporation pursuant to Chapter 608 of the Florida Statutes, and hereby adopts the following Articles of Incorporation for such corporation:

**ARTICLE I - NAME**

The name of the Limited Liability Company is **MAMEY-GALLO FARMS, LLC**

**ARTICLE II - ADDRESS**

The mailing address and principal office address of the Limited Liability Company is 21050 SW 162<sup>nd</sup> Avenue, 33187. The Corporation may change its office address or registered agent pursuant to the provisions of Section 607.037 Florida Statutes.

**ARTICLE VII - REGISTERED AGENT**


The name and the Florida street address of the registered agent shall be Juan Alvarez and his address is 21050 SW 162 Avenue, Miami, Florida 33187.

**ARTICLE VIII - MANAGEMENT**

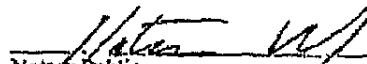
The Limited Liability Company is to be managed by one manager or more managers and is, therefore, a manager-managed company.

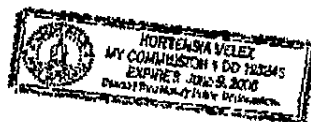
In accordance with Section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

IN WITNESS WHEREOF, the Subscriber hereto set his hand and seal this 29th day of March, 2006.

  
Juan Alvarez  
Authorized Representative

IN WITNESS WHEREOF, I, the undersigned incorporator of this corporation, have executed these Articles of Incorporation at Miami, Florida on this 29th day of March 2006.

  
Notary Public



SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

PURSUANT TO THE PROVISIONS OF SECTION 608.415, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

FIRST: The name of the Limited Liability Company is:

**MAMEY-GALLO FARMS, LLC**

SECOND: The name and address of the registered agent and office is:

**JUAN ALVAREZ, 21050 SW 162 Avenue, Miami, Florida 33157**

*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.*

REGISTERED AGENT:

Name

*[Handwritten Signature]*

Date

3-29-06

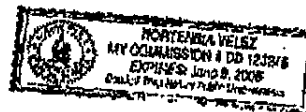
STATE OF FLORIDA, COUNTY OF MIAMI-DADE:

BEFORE ME, the undersigned authority, personally appeared JUAN ALVAREZ, to me well known to be the person described in and who executed the foregoing CERTIFICATE OF REGISTERED AGENT, and he acknowledged before me that he executed the same.

WITNESS, my hand and official seal at Miami, Dade County, Florida on this 29<sup>th</sup> day of March, 2006.

My Commission Expires:

*[Handwritten Signature]*  
NOTARY PUBLIC, State of Florida



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