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FLORIDA/FOREIGN LIMITED LIABILITY CO.

Pero Dominican Produce, LLC

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**ARTICLES OF ORGANIZATION
OF
PERO DOMINICAN PRODUCE, LLC
(a Florida limited liability company)**

The undersigned, in forming a Florida limited liability company under the Florida Limited Liability Company Act, Chapter 608 of the Florida Statutes, hereby adopts the following Articles of Organization:

**ARTICLE I
NAME**

The name of the limited liability company is **PERO DOMINICAN PRODUCE, LLC** (hereinafter, the "Company").

**ARTICLE II
MAILING AND PRINCIPAL ADDRESS**

The mailing address and street address of the principal office of the Company is:

14095 State Road 7
Delray Beach, FL 33446

**ARTICLE III
REGISTERED AGENT AND REGISTERED OFFICE**

The name and street address of the Company's registered agent are:

**BSPA CORPORATE SERVICES, INC.
350 East Las Olas Boulevard, Suite 1000
Fort Lauderdale, Florida 33301**

The undersigned has executed these Articles of Organization as of this 9th day of May, 2006.

PERO DOMINICAN PRODUCE, LLC

By: [Signature]
PETER F. PERO, IV, Managing Member

By: [Signature]
ANGELA PERO, Managing Member

By: [Signature]
FRANK PERO, Managing Member

By: [Signature]
CHARLES PERO, Managing Member

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ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

Having been named as registered agent and to accept service of process for **PERO DOMINICAN PRODUCE, LLC** at the place designated in Article III of the Articles of Organization, **BSPA CORPORATE SERVICES, INC.** hereby accepts the appointment as registered agent, agrees to act in this capacity, and further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties. **BSPA CORPORATE SERVICES, INC.** is familiar with and accepts the obligations of its position as registered agent as provided for in Chapter 608, F.S.

BSPA CORPORATE SERVICES, INC.

By: 

Name: Steven Garelle

Date: 5/9, 2006

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