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August 6, 2007

Division of Corporations - New Filings Section  
Office of the Secretary of State  
State of Florida  
Post Office Box 6327  
Tallahassee, Florida 32314

Re: Amended and Restated Articles of Organization of Florida Ethanol, LLC

Dear Sir or Madam:

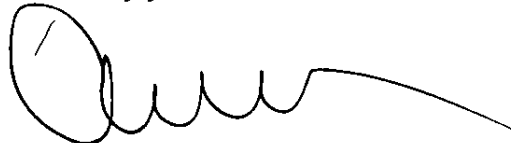
I enclose herewith the Amended and restated Articles of Organization of Florida Ethanol, LLC. The purposes of the Amended and Restated Articles of Organization are:

1. To change the registered agent and registered office for the limited liability company.
2. To change the office location for the limited liability company.
3. To generally conform the terms of the Amended and Restated Articles of Organization to the Operating Agreement adopted by the limited liability company.

I enclose our office account check in the amount of \$50.00 to cover the fees for filing this amendment to the Articles of Organization for noting the change of the registered agent.

Thank you for your courtesies and assistance.

Sincerely yours,



Andrew J. Decker, III

AJD,III:hp

AMENDED AND RESTATED ARTICLES OF ORGANIZATION

OF

FLORIDA ETHANOL, LLC

Pursuant to Chapter 608 of the Florida Statutes, the undersigned hereby amends and restates its Articles of Organization originally filed with the Secretary of State on June 6, 2006, by adopting for the limited liability company the following Amended and Restated Articles of Organization which have been duly executed and filed under Section 608.411 of the Florida Statutes:

ARTICLE I

The name of this limited liability company is Florida Ethanol, LLC (the "Company").

ARTICLE II

The mailing address of the Company is P.O. Box 6026, Live Oak, Florida, 32064 and the street address of the principal office of the Company in the State of Florida is 208 North Ohio Avenue, Live Oak, Florida, 32064.

ARTICLE III

The street address of the initial registered office of the Company in the State of Florida is 320 White Avenue, Live Oak, Florida, 32064, and the name of its initial registered agent at such address is Andrew J. Decker, IV.

ARTICLE IV

The duration of the Company shall be perpetual unless dissolved as provided in the operating agreement of the Company.

ARTICLE V

The management of the Company shall be vested in its managers who shall be selected in the manner described in the Operating Agreement of the Company. The members of the Company are not agents of the Company for the purpose of its business or affairs or otherwise. No manager, member, agent, employee, or any other person shall have any power or authority to bind the Company in any way except as may be expressly authorized by the Operating Agreement of the Company or unless authorized to do so by the managers of the Company.

ARTICLE VI

Section 6.1. A manager of this Company or a member with whom management of the Company is vested shall not be personally liable to the Company or its members for monetary damages for breach of

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fiduciary duty as a manager, except for liability (i) for any breach of the manager or members duty of loyalty to the Company or its members, (ii) for acts or omissions not in good faith or which involve intentional misconduct or knowing violation of law, or (iii) for a transaction from which the manager or member derived an improper personal benefit or a wrongful distribution in violation of the Florida Limited Liability Company Act.

Section 6.2. Each person who is or was a member or manager of the Company (and the heirs, executors, personal representatives, administrators, or successors of such person) who was or is made a party to, or is involved in any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative, by reason of the fact that such person is or was a member or manager of the Company or is or was serving at the request of the Company as a member or manager, director, officer, partner, trustee, employee or agent of another limited liability company, corporation, partnership, joint venture, trust, employee benefit plan or other enterprise ("Indemnitee"), shall be indemnified and held harmless by the Company to the fullest extent permitted by applicable law, as the same exists or may hereafter be amended. In addition to the indemnification conferred in this Article, the Indemnitee shall also be entitled to have paid directly by the Company the expenses reasonably incurred in defending any such proceeding against such Indemnitee in advance of its final disposition, to the fullest extent authorized by applicable law, as the same exists or may hereafter be amended. The right to indemnification conferred in this Article shall be a contract right.

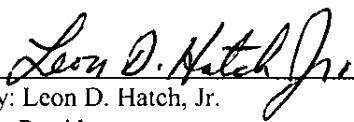
Section 6.3. The Company may, by action of the manager(s), provide indemnification to such of the officers, employees and agents of the Company to such extent and to such effect as the manager(s) shall determine to be appropriate and authorized by applicable law.

Section 6.4. The rights and authority conferred in this Article shall not be exclusive of any other right which any person may have or hereafter acquire under any statute, provision of the articles of organization or operating agreement of the Company, agreement, vote of members or disinterested manager(s), or otherwise.

Section 6.5. Any repeal or amendment of this Article by the members of the Company shall not adversely affect any right or protection of a member, manager, or officer existing at the time of such repeal or amendment.

Dated April 26, 2007

FLORIDA ETHANOL, LLC

  
By: Leon D. Hatch, Jr.  
Its: President