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07 OCT 18 AM 9:11
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TALLAHASSEE, FLORIDA



CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032
REFERENCE : 279099 7494562
AUTHORIZATION : *[Signature]*
COST LIMIT : \$ 155,000

07 OCT 18 AM 9:11
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : October 18, 2007
ORDER TIME : 1:59 PM
ORDER NO. : 279099-005
CUSTOMER NO: 7494562

DOMESTIC FILING

NAME: TOMATO BREEDING, LLC

EFFECTIVE DATE:

- ARTICLES OF INCORPORATION
- CERTIFICATE OF LIMITED PARTNERSHIP
- ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- CERTIFIED COPY
- PLAIN STAMPED COPY
- CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Kathy Drake - EXT. 2959

EXAMINER'S INITIALS: _____

**ARTICLES OF ORGANIZATION
OF
TOMATO BREEDING, LLC**

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**ARTICLE I
Name**

The name of the Limited Liability Company is **Tomato Breeding, LLC** (the "Company").

**ARTICLE II
Address**

The mailing address and street address of the principal office of the Company is 5660 Hidden Oaks Lane, Naples, Florida 34119.

**ARTICLE III
Registered Agent**

The name of the Company's registered agent in the State of Florida is Michael R. Smith, and the address of the Company's registered office is 5660 Hidden Oaks Lane, Naples, Florida 34119.

**ARTICLE IV
Duration**

The period of duration for the Company shall be perpetual.

**ARTICLE V
Management**

The Company is to be a manager-managed company and the name and address of the initial Manager is:

Michael R. Smith
5660 Hidden Oaks Lane
Naples, Florida 34119

ARTICLE VI
Admission of Additional Members

Members shall have the right to admit additional members as provided by the Company's Operating Agreement or, if no Operating Agreement exists, then as provided by the Florida Limited Liability Company Act by a vote of a majority-in-interest of the members.

ARTICLE VII
Members' Rights to Continue Business

The death, retirement, resignation, expulsion, dissolution, bankruptcy, dissociation or withdrawal of any member, or the occurrence of any other event that terminates the continued membership of any member shall not cause the Company to be dissolved or its affairs to be wound-up, and upon the occurrence of any such event, the Company shall be continued without dissolution and without any affirmative action or requirement on the part of the members.

AUTHORIZED REPRESENTATIVE:



Marcus G. Bodét

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

PURSUANT TO THE PROVISIONS OF SECTION 608.407 OR 608.415, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the limited liability company is: **Tomato Breeding, LLC**
2. The name and address of the registered agent and office is: **Michael R. Smith, 5660 Hidden Oaks Lane, Naples, Florida 34119.**

Having been named as registered agent and to accept service of process for the above-stated limited liability company at the place designated by 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 the obligations of my position as a registered agent.


Michael R. Smith