

May. 12. 2008 10:30AM
Division of Corporations

QUINTANA & ASSOCIATES, P.A.

No. 352

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SOBERON FARM HOLDINGS, LLC

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EXAMINER

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ARTICLES OF ORGANIZATION OF SOBERON FARM HOLDINGS, LLC

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act (the "Act") of the State of Florida pursuant to Chapter 608 of the Florida Statutes hereby makes, acknowledges, and files the following Articles of Organization providing for the formation, rights, privileges, and immunities of limited liability companies for profit.

ARTICLE I NAME

The name of the limited liability company shall be SOBERON FARM HOLDINGS, LLC (the "Company").

ARTICLE II MEMBERS

The Company shall have one or more members (the "Members").

ARTICLE III MAILING ADDRESS

The mailing address for the Company shall be 2543 SW 99TH Place, Miami, Florida 33165.

ARTICLE IV INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The address of the initial registered office of the Company is 2543 SW 90TH Place, Miami, Florida 33165 and the name of the company's initial Registered Agent for service of process in the State of Florida, at that address is Sara Navarro.

ARTICLE V PURPOSES AND POWERS

The Company, to the fullest extent permitted by the Act (in effect now and as hereafter amended), may engage in any activity or business permitted under the laws of the United States, any State, or any foreign country, and shall all the powers and rights granted and conferred upon limited liability companies by the laws of the State of Florida.

ARTICLE VI DURATION

The term and duration of the Company shall be perpetual, unless terminated in accordance with the Operating Agreement of the Company or otherwise terminated in accordance with law.

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Soberon Farm Holdings, LLC

**ARTICLE VII
CONTINUATION AFTER INVOLUNTARY TERMINATION**

The business of the Company may be continued after the death, bankruptcy, insanity, expulsion, withdrawal or dissolution of a Member of the Company, or after the occurrence of any other event causing the involuntary dissolution of the Company if, within ninety (90) days after such event, the remaining or surviving Members of the Company unanimously elect to continue the business of the Company.

**ARTICLE VIII
STREET ADDRESS OF PRINCIPAL OFFICE**

The street address of the principal office of the Company shall be located at 2543 SW 90th Place, Miami, Florida 33165, but it shall have the power and authority to establish branch offices at any other place or places as the Members may designate.

**ARTICLE IX
MEMBERSHIP RESTRICTIONS**

Additional Members may be admitted to the Company only upon the unanimous consent of all existing Members of the Company. Contributions required of new Members shall be determined as of their time of admission to the Company. A Member's interest in the Company shall be considered personal property, notwithstanding the actual nature of the assets owned by the Company, and may not be sold or otherwise transferred except with the unanimous written consent of all Members.

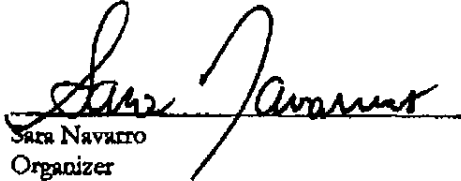
**ARTICLE X
MANAGEMENT**

All Company powers shall be exercised by or under the authority of, and the business and affairs of this Company shall be managed by one or more Managers. Accordingly, the Company is a Manager-managed limited liability company. The names of the initial Manager is Sara Navarro, and her business address is 2543 SW 90th Place, Miami, Florida 33165

**ARTICLE XI
EXECUTION & ORGANIZER**

The person signing these articles is Sara Navarro and her mailing address is 2543 SW 90th Place, Miami, Florida 33165. The undersigned initial organizer hereby certifies that the foregoing constitutes the Articles of Organization of Soberon Farm Holdings, LLC.

Dated this 6 day of May, 2008.


Sara Navarro
Organizer

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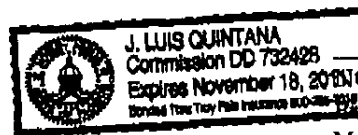
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Soberon Farm Holdings, LLC

STATE OF FLORIDA)
COUNTY OF MIAMI DADE) ss.

Before me, a Notary Public authorized in the State and County set forth above, personally appeared Sara Navarro, known to me and known by me to be the person, who, as organizer, acknowledged before me that he executed the foregoing Articles of Organization.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 8 day of May, 2008.



[Signature]

Notary Public, State of Florida
Printed Name of Notary Public
My Commission Expires:

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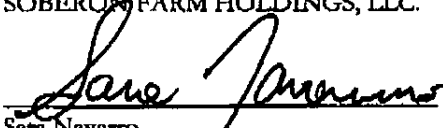
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Soberon Farm Holdings, LLC

REGISTERED AGENT STATEMENT OF ACCEPTANCE

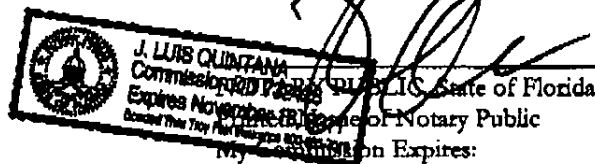
Having been named as Registered Agent to accept service of process in the State of Florida for **SOBERON FARM HOLDINGS, LLC.**, (the "Company") at the address designated on the Articles of Organization of the Company, pursuant to the requirements of Section 608.415, Florida Statutes, the undersigned Registered Agent hereby accepts the appointment as Registered Agent of the Company and agrees to act in that capacity. The undersigned Registered Agent further agrees to comply with the provisions of all statutes relating to the proper and complete performance of the duties of a registered agent, and is familiar with and accepts the obligations of the said position.

Dated this 7 day of May, 2008.

REGISTERED AGENT
SOBERON FARM HOLDINGS, LLC.


Sara Navarro
2543 SW 90th Place
Miami, Florida 33165

SWORN TO AND SUBSCRIBED before me by Sara Navarro this May 7 2008; who is personally known to me ☐ or who has produced her driver's license as identification ☒.



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