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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

**T. RANKIN TERRY, JR.**

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September 3, 2008

Secretary of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, Florida 32314

RE: Engelhardt Cattle Company, Limited Liability Company

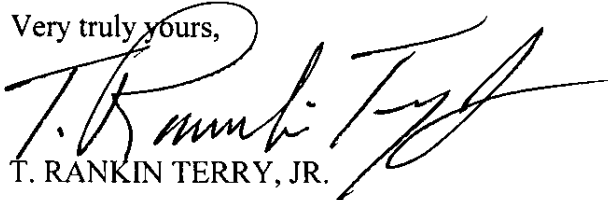
Dear Sir or Madam:

Enclosed is an original and one copy of the Articles of Organization for Engelhardt Cattle Company, Limited Liability Company.

My check in the amount of \$125.00 representing the \$100.00 filing fee and the \$25.00 Registered Agent Fee is enclosed.

Thank you for your assistance.

Very truly yours,



T. RANKIN TERRY, JR.

Cc: Kevin A. Engelhardt  
Enclosures

**ARTICLES OF ORGANIZATION  
OF  
ENGELHARDT CATTLE COMPANY, LLC  
(a Limited Liability Company)**

**FILED**  
**08 SEP -8 PM 2:28**  
**SECRETARY OF STATE**  
**TALLAHASSEE FLORIDA**

The undersigned, desiring to form a limited liability company under the Florida Limited Liability Company Act, Chapter 608.401, et seq., Florida Statutes (the "Act"), do sign, acknowledge and deliver in duplicate to the Secretary, Florida Department of State, these Articles of Organization.

**ARTICLE I  
Name**

The name of the limited liability company (hereinafter referred to as the "Company") shall be ENGELHARDT CATTLE COMPANY, L.L.C.

**ARTICLE II  
Period of Duration**

The Company shall have perpetual existence from the date of filing these Articles of Organization with the Secretary of State of the State of Florida, unless sooner dissolved according to law.

**ARTICLE III  
Registered Office and Agent**

The mailing address and street address of the principal office of the Company is: 15800 Huffmaster Road, North Fort Myers, FL 33982.

The Company's initial registered agent will be KEVIN A. ENGELHARDT.

The Company's initial registered office address, together with its principal place of business in Florida is: 15800 Huffmaster Road, North Fort Myers, FL 33982.

**ARTICLE IV  
Contributions**

The initial amount of capital contributions (including cash and a description of the agreed value of the property) is ONE THOUSAND (\$1,000.00) cash, which will be contributed by the members.

**ARTICLE V**  
**Additional Contributions**

Unless all members agree in writing, no present or future member shall have any obligation to make any additional contributions to the Company above their written agreed upon contribution to the capital of the Company.

**ARTICLE VI**  
**New Members and Transfer of Membership**

A majority vote of the members of the Company may admit additional members. No interest in the Company may be transferred or sold, except by unanimous consent of all members.

**ARTICLE VII**  
**Death, Retirement or Resignation of Member**

The withdrawal of a member by sale or transfer of his interest in the Company, death, retirement or resignation shall constitute a dissolution of the Company.

**ARTICLE VIII**  
**Management**

The Company will be managed by the Members.

**ARTICLE IX**  
**Indemnification and Liability**

A manager of the Company shall not be liable to the Company or its members for monetary damages for an act of omission in the manager's capacity as a manager, except that this Article IX does not eliminate or limit the liability of a manager to the extent that the manager is found liable for (i) a breach of the manager's duty of loyalty to the Company or its members; (ii) an act or omission that involves intentional misconduct or a knowing violation of the law; (iii) a transaction from which the manager received an improper benefit, whether or not the benefit resulted from an action taken within the scope of the manager's office; or (iv) an act or omission for which the liability of the manager is expressly provided by an applicable statute. Any repeal or amendment of this Article IX by the members of the Company shall be prospective only and should not adversely affect any limitation on the liability of a manager of the Company existing at the time of such repeal or amendment. In addition to the circumstances in which the manager of the Company is not liable as set forth in the preceding sentences, the manager shall not be liable to the fullest extent permitted by any provision of the statutes of Florida hereafter enacted that further limits the liability of a manager or of a director of a corporation.

**ARTICLE X**  
**Actions of Members**

Any action required by the Act or the Florida Business Corporation Act to be taken at any annual or special meeting of members, or any action which may be taken at any annual or special meeting of members, may be taken without a meeting, without prior notice, and without a vote, of a consent or consents in writing, setting forth the action so taken, shall be signed by the holder or holders of membership interest having not less than the minimum number of votes that would be necessary to take such action at a meeting at which the holders of all membership interests entitled to vote on the action were present and voted. Prompt notice of the taking of any action by the members without a meeting by less than unanimous written consent shall be given to those members who did not consent in writing to the action.

**ARTICLE XI**  
**Preemptive Right**

A member shall have a preemptive right to acquire any membership interests or securities of any class that may at any time be issued, sold or offered for sale by the Company.

**ARTICLE XII**  
**Effective Date**

The effective date of the Company shall be                     , upon filing with the Department of State.

IN WITNESS WHEREOF, the parties have entered into, executed and made these Articles of Organization as of the day first above written.

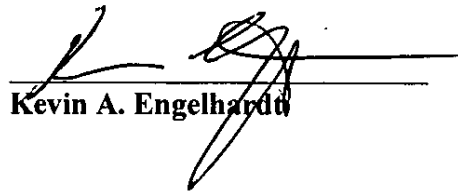
Member:

  
Kevin A. Engelhardt

## ACKNOWLEDGMENT OF REGISTERED AND RESIDENT AGENT

Having been named to accept service of process for the above-stated limited liability company, at the place designated in this certificate, I hereby agree to act in this capacity, and agree to comply with the provisions of said act relative to keeping open said office.

Registered Agent:

  
Kevin A. Engelhardt

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA