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M. THOMAS

SEP 2 5 2008

EXAMINER

GLICKMAN, WITTERS AND MARELL, P.A.

ATTORNEYS AT LAW
THE CENTURION
SUITE 1101
1601 FORUM PLACE

WEST PALM BEACH, FLORIDA 33401

GARRY M. GLICKMAN
CURTIS L. WITTERS
BOARD CERTIFIED IN MARITAL AND FAMILY LAW
WILLIAM J. MARELL
ELIZABETH A. MONTGOMERY
CINDY A. CRAWFORD
JOSEPH R. LOWICKY

Telephone (561) 478-1111

Telecopier (561) 478-2433

September 23, 2008

Via Federal Express

Department of State
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Reference:

HAVERLAND AG INDUSTRIES, LLC

Gentlemen:

We are enclosing one original and a duplicate copy of the Articles of Organization for the above referenced proposed company together with a Designation of Registered Agent and Acceptance of Designation. The duplicate copy of the Articles have been subscribed and acknowledged by the subscriber in the same manner as the original.

Please endorse your approval of the Articles of Organization on the duplicate copy, certify and return it to us. Enclosed is our check in the amount of \$125.00 for the filing of these documents

Sincerely,

GLICKMAN, WITTERS AND MARELL, P. A.

Garry M. Glickman

GMG:sn

Enclosures (as noted above)

ARTICLES OF ORGANIZATION

OF

HAVERLAND AG INDUSTRIES, LLC

The undersigned organizer hereby forms a sole member limited liability company under the laws of the State of Florida:

ARTICLE I

COMPANY NAME

The name of this company is:

HAVERLAND AG INDUSTRIES, LLC

ARTICLE II

COMMENCEMENT AND TERM OF EXISTENCE

The term of existence of the Company shall commence on the date the Articles of Organization is filed with the Florida Secretary of State, and shall continue perpetually unless dissolved as set forth hereafter.

ARTICLE III

MAILING ADDRESS AND STREET ADDRESS OF THE COMPANY

The mailing address and the street address of the principal office of the limited liability company is 9819 State Road 7, Boynton Beach, Florida 33437.

ARTICLE IV

REGISTERED AGENT AND REGISTERED AGENT'S ADDRESS

The Registered Agent and the street address of the Registered Agent of this Company in the State of Florida shall be:

William J. Marell 1601 Forum Place, Suite 1101



West Palm Beach, Florida 33401

ARTICLE V

There are two (2) members upon the initial formation of this Company. The members are:

Burdell A. Haverland 9870 Sun Pointe Drive Boynton Beach, Florida 33437

> Burdell H. Haverland 5026 Devonwood Drive Stuart, Florida 33937

The members shall be entitled to admit additional members upon the unanimous consent of all then current members. Any new members shall become a member upon payment of his/her contribution to the capital of the Company and upon such member's agreement to comply with the Articles of Organization, Regulations and Operating Agreement of the Company then in existence.

ARTICLE VI

DISSOLUTION

The death, retirement, resignation, expulsion, bankruptcy or dissolution of a member shall not dissolve the Company as long as there remains in existence one (1) member. The Company shall dissolve only as provided in the Operating Agreement of the Company.

ARTICLE VII

MANAGEMENT OF THE COMPANY

The initial Managing Member of the Company shall be Burdell A. Haverland.

The Managing Member, Burdell A. Haverland shall be responsible for the management of the Company, and shall have the full right, power and authority to manage, direct and control all of the business and affairs of the company and to transact business on its behalf.

Notwithstanding the foregoing, the Managing Member shall have the absolute authority to subcontract any management functions of the Company in his sole and absolute discretion.

ARTICLE VIII

RIGHTS, LIABILITIES AND OBLIGATIONS OF MEMBERS

- 8.1 <u>Liability of Members:</u> No Member shall be personally liable for the expenses, liabilities, debts or obligations of the Company, unless otherwise provided pursuant to Florida Statute §608.
- 8.2 <u>Return of Capital</u>: No Member shall have the right to demand the return of his/her/its contribution to capital except as provided in the Company's Regulations and Operating Agreement then in existence.
- 8.3 Non-Assignability of Membership Interest: No Member may assign his

 Company interest in whole or in part without the express written consent of 100% of the

 Company's members, including the member attempting to assign his interest.

The assignee of a member's interest shall have no right to participate in the management of the business and affairs of the Company, except i) as provided in the Operating Agreement and, ii) upon the approval of 100% of the members of the limited

liability company including the member assigning the limited liability interest and iii) in compliance with any procedure provided for in the Operating Agreement.

The assignee of the member's interest shall have no right to become or to exercise any rights or power of a member, except upon the express written approval of 100% of the members of the Company, including the member assigning the interest.

IN WITNESS WHEREOF, the undersigned Incorporator has executed the Articles of Organization, this 25 day of 5E Frank 2008.

BURDELL A. HAVERLAND, ORGANIZER

STATE OF FLORIDA

] ss:

COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this of of the afore-described Articles of Organization, who is personally known to me and did not take an oath.

NOTARY BUBLIC:

SIGN SMAR 91

PRINT HAVA MACIA WILDER

STATE OF FLORIDA AT LARGE (SEAL) MY COMMISSION EXPIRES:

Notary Public State of Florida
Anna Maria Wilder
My Commission DD685017
Expires 06/13/2011

CERTIFICATE DESIGNATING PLACE OF BUSINESS FOR SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

Haverland AG Industries, LLC, desiring to organize as a Limited Liability Company under the laws of the State of Florida with its principal office as indicated in the Articles of Organization, has named William J. Marell having an address at 1601 Forum Place, Suite 1101, West Palm Beach, Florida 33401 as its agent to accept Service of Process within this State.

ACKNOWLEDGMENT

Having been named to accept Service of Process for the above named Limited Liability

Company, at the place designated in this Certificate, I hereby agree to act in this capacity, accept the appointment, and agree to comply with the provisions of the Florida Statutes relative to keeping open salt office.

William J. Mareli

SWORN TO AND SUBSCRIBED before me this 23 day of Soutenber 2008.

NOTARY PUBLIC - STATE OF FLORIDA

Suzette L Novey

My Commission DD360632

Expires October 06, 2008

Name: Suzeffe (Mours)
(Type, stamp or print)

Personally known or produced identification . If produced identification, type or identification produced: