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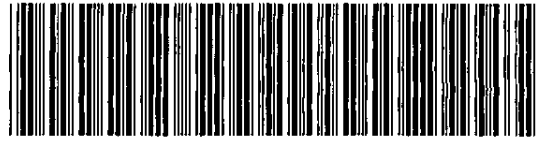
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TALLAHASSEE, FLORIDA

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M. THOMAS

NOV - 4 2008

EXAMINER

COVER LETTER

**TO: Registration Section
Division of Corporations**

SUBJECT: VESTFOSSEN FARMS, LLC
(Name of Limited Liability Company)

The enclosed Articles of Organization and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

Dan Engebretson
(Name of Person)

Vestfossen Farms, LLC
(Firm/Company)

15420 Heathridge Drive
(Address)

Tampa, FL 33625
(City/State and Zip Code)

For further information concerning this matter, please call:

Dan Engebretson at (**813**) **908-3058**
(Name of Person) (Area Code & Daytime Telephone Number)

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TALLAHASSEE, FLORIDA

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Enclosed is a check for the following amount:

- \$125.00 Filing Fee
- \$130.00 Filing Fee & Certificate of Status
- \$155.00 Filing Fee & Certified Copy (additional copy is enclosed)
- \$160.00 Filing Fee, Certificate of Status & Certified Copy (additional copy is enclosed)

Mailing Address
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street/Courier Address
Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301



FLORIDA DEPARTMENT OF STATE
Division of Corporations

October 23, 2008

DAN ENGBRETSON
15420 HEATHRIDGE DRIVE
TAMPA, FL 33625

SUBJECT: VESTFOSSEN FARMS, LLC
Ref. Number: W08000048721

We have received your document for VESTFOSSEN FARMS, LLC and your check(s) totaling \$130.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Chapter 608, Florida Statutes, does not allow limited liability companies to issue shares or stock. Consequently, limited liability company documents cannot contain any references/terms which may implicate otherwise. Please delete any references to terms such as "shares," "stock," "stockholders," "shareholders" or the like from your document.

Please return your document, along with a copy of this letter, within 60 days your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6097.

Marsha Thomas
Regulatory Specialist II

Letter Number: 008A00054779

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TALLAHASSEE, FLORIDA

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DAN & KIM ENGBRETSON

15420 Heathridge Drive

Tampa, Florida 33625

(813) 908-3058

October 29, 2008

Ms. Marsha Thomas
FL Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: Vestfossen Farms. LLC
Ref. No. W08000048721

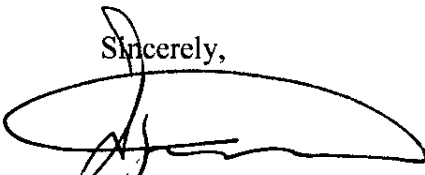
Dear Ms. Thomas:

We are in receipt of your letter dated October 23, 2008.

The terms "shares" and "stock" appeared only in Article IId and Article IIe. These two paragraphs pertain to granting the LLC the power to acquire the ownership interests (i.e., stocks or shares) of other companies and corporations. The terms do not refer to shares or stock issued by the LLC.

Be that as it may, we have replaced these terms with the phrase "ownership interests". The revised Articles of Organization are enclosed.

Sincerely,



Dan Engbretson

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TALLAHASSEE, FLORIDA

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**ARTICLES OF ORGANIZATION FOR
VESTFOSSEN FARMS, LLC
A FLORIDA LIMITED LIABILITY COMPANY**

The undersigned authorized representative, desiring to form a limited liability company pursuant to the provisions of the Florida Limited Liability Company Act, hereby submits and files with the Florida Department of State, these Articles of Organization.

ARTICLE I - Name

The name of the limited liability company is **VESTFOSSEN FARMS, LLC** ("the Company").

ARTICLE II - Purpose

The Company's purpose shall be to engage in the agricultural business of horticulture and plant farming, crop production, livestock and poultry production, as well as any other lawful business activity. The Company shall have the same powers as an individual to do all things necessary to carry out its business and affairs including, without limitation, all powers permitted by the Florida Limited Liability Company Act, and the power to:

- a. Sue and be sued, and defend, in its name.
- b. Purchase, receive, lease or otherwise acquire, own, hold, improve, use and otherwise deal with real or personal property or any legal or equitable interest in property wherever located.
- c. Sell, convey, mortgage, grant a security interest in, lease, exchange and otherwise encumber or dispose of all or any part of its property.
- d. Purchase, receive, subscribe for, or otherwise acquire, own, hold, vote, use, sell, mortgage, lend, grant a security interest in, or otherwise dispose of and deal in and with, the ownership interests or obligations of any other entity.
- e. Make contracts or guarantees, or incur liabilities; borrow money; issue its notes, bonds or other obligations, which may be convertible into or include the option to purchase other securities of the Company; or make contracts of guaranty and suretyship which are necessary or convenient to the conduct, promotion or attainment of the business of a corporation the majority of the outstanding ownership interests which is owned, directly or indirectly, by the contracting limited liability company; a corporation which owns, directly or indirectly, a majority of the outstanding membership interests of the contracting limited liability company; or a corporation the majority of the membership units of which is owned, directly or indirectly, by a corporation which owns, directly or indirectly, the majority of the outstanding membership interests of the contracting limited liability company, which contracts of guaranty and suretyship shall be deemed to be necessary or convenient to the conduct, promotion or

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attainment of the business of the contracting limited liability company; or make other contracts of guaranty and suretyship which are necessary or convenient to the conduct, promotion or attainment of the business of the contracting limited liability company.

f. Lend money, invest or reinvest its funds, and receive and hold real or personal property as security for repayment.

g. Conduct its business, locate offices and exercise the powers granted by Florida Statutes Chapter 608 within or without the State of Florida.

h. Select managers and appoint officers, directors, employees, and agents of the Company, define their duties, fix their compensation, and lend them money and credit.

i. Make donations for the public welfare or for charitable, scientific, or educational purposes.

j. Pay pensions and establish pension plans, pension trusts, profit-sharing plans, retirement plans, bonus plans, option plans, and benefit or incentive plans for any or all of its current or former managers, members, officers, agents and employees.

k. Be a promoter, incorporator, shareholder, partner, member, associate or manager of any corporation, partnership, joint venture, trust or other entity.

l. Make payments or donations or do any other act not inconsistent with law that furthers the business of the Company.

ARTICLE III - Address

The street address of the principle office of the Company shall be:

17701 Boy Scout Road
Odessa, Florida 33556

The mailing address of the Company shall be:

15420 Heathridge Drive
Tampa, Florida 33625

ARTICLE IV - Duration

The existence of the Company shall commence on the filing of these Articles by the Florida Secretary of State, and shall, thereafter, be perpetual, unless dissolution or conversion occurs according to law.

ARTICLE V - Management

The Company shall be member managed.

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ARTICLE VI - Membership Units

The total number of membership units authorized to be issued by the Company shall be 10,000 units. All or any part of said units may be paid for in cash, in property or in labor or services at a fair valuation to be fixed by the Members of the Company at a meeting called for such purposes. All membership units then issued shall be paid for and shall be non-assessable. Each of the said units shall entitle the holder thereof to one (1) vote at any meeting of the members. The Company elects to have preemptive rights governed in accordance with Section 607.0630 of the Florida Statutes.

ARTICLE VII - Ownership

The Company shall be owned by its members.

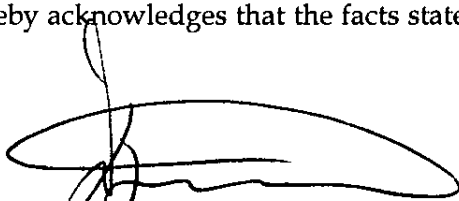
ARTICLE VIII - Admission of Additional Members

Additional Members may be admitted upon receipt of the unanimous written consent of the existing members.

ARTICLE X - Registered Office and Agent

The address of the registered office of the Company in the State of Florida is 15420 Heathridge Drive, Tampa, FL 33625, and the name of the registered agent at such address is Daniel J. Engebretson.

IN WITNESS WHEREOF, the undersigned representative has executed these Amended and Restated Articles of Organization and hereby acknowledges that the facts stated therein are true.




Daniel J. Engebretson

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TALLAHASSEE, FLORIDA

Acceptance of Registered Agent

The undersigned, being the person named in the Articles of Organization of Vestfossen Farms, LLC, as the registered agent of this limited liability company, hereby consents to his appointment as registered agent of the Company.



Daniel J. Engebretson