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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP ☐ WAIT ☐ MAIL

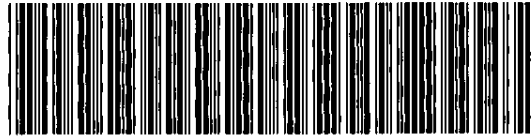
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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2009 JAN 13 PM 2:27  
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B. KOHR

JAN 14 2009

EXAMINER

# CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301  
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

D-3 Farms LLC

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- ☐ Art of Inc. File
- ☐ LTD Partnership File
- ☐ Foreign Corp. File
- ☒ L.C. File Conversion
- ☐ Fictitious Name File
- ☐ Trade/Service Mark
- ☐ Merger File
- ☐ Art. of Amend. File
- ☐ RA Resignation
- ☐ Dissolution / Withdrawal
- ☐ Annual Report / Reinstatement
- ☐ Cert. Copy
- ☒ Photo Copy
- ☐ Certificate of Good Standing
- ☐ Certificate of Status
- ☐ Certificate of Fictitious Name
- ☐ Corp Record Search
- ☐ Officer Search
- ☐ Fictitious Search
- ☐ Fictitious Owner Search
- ☐ Vehicle Search
- ☐ Driving Record
- ☐ UCC 1 or 3 File
- ☐ UCC 11 Search
- ☐ UCC 11 Retrieval

Signature

Requested by:

Seth 1/13/09 1:30

Name

Date

Time

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Will Pick Up

Courier

CERTIFICATE OF CONVERSION

OF

D-3 FARMS,  
a Florida general partnership

INTO

D-3 FARMS, LLC,  
a Florida limited liability company

FILED  
09 JAN 13 AM 8:45  
TALLAHASSEE, FLORIDA

This Certificate of Conversion and **attached** Articles of Organization are submitted to convert D-3 Farms, a Florida general partnership, into a Florida limited liability company in accordance with Sections 608.439 and 620.8914, Florida Statutes.

1. The name of the Florida general partnership immediately prior to the filing of this Certificate of Conversion is "D-3 Farms", formed on January 1, 1985.

2. D-3 Farms is a general partnership first registered under the laws of Florida on July 7, 2008, under Document No. GP0800004168.

3. The name of the limited liability company into which D-3 Farms is to be converted is "D-3 Farms, LLC," as set forth in the attached Articles of Organization.

4. All of the general partners of D-3 Farms have approved the Articles of Organization and Operating Agreement for D-3 Farms, LLC, and the conversion of D-3 Farms into D-3 Farms, LLC, as evidenced by a written "Plan of Conversion" satisfying the requirements of Chapters 608 and 620, Florida Statutes.

5. The conversion of D-3 Farms into D-3 Farms, LLC, shall be effective as of the filing date of this Certificate of Conversion.

6. The undersigned represent all of the general partners of D-3 Farms and all of the members of D-3 Farms, LLC.

Executed on December 29, 2008.



WILLARD K. DURRANCE



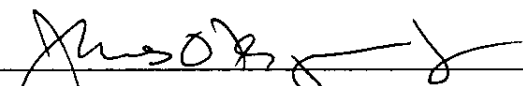
WILLARD K. DURRANCE, JR.

STATE OF FLORIDA

COUNTY OF SARASOTA

The foregoing instrument was acknowledged before me on December 29, 2008, by WILLARD K. DURRANCE, who ☒ is personally known to me, or ☐ has produced \_\_\_\_\_ as identification.

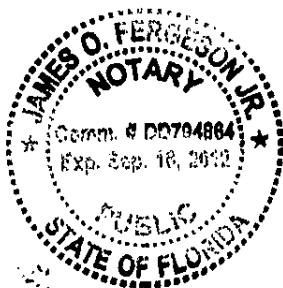


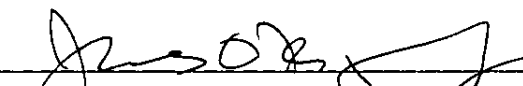
  
(Name James O. Ferguson, Jr.)  
Notary Public  
Serial Number (if any) \_\_\_\_\_  
Commission Expiration Date \_\_\_\_\_

STATE OF FLORIDA

COUNTY OF SARASOTA

The foregoing instrument was acknowledged before me on December 29, 2008, by WILLARD K. DURRANCE, JR., who ☒ is personally known to me, or ☐ has produced \_\_\_\_\_ as identification.



  
(Name James O. Ferguson, Jr.)  
Notary Public  
Serial Number (if any) \_\_\_\_\_  
Commission Expiration Date \_\_\_\_\_

398674

**ARTICLES OF ORGANIZATION**  
**OF**  
**D-3 FARMS, LLC**  
**A FLORIDA LIMITED LIABILITY COMPANY**

The undersigned, being authorized to execute and file these Articles, hereby certifies that:

**ARTICLE I**

**NAME**

The name of this limited liability company is "D-3 FARMS, LLC", referred to in these Articles of Organization as the "Company."

**ARTICLE II**

**PRINCIPAL OFFICE, MAILING ADDRESS AND  
REGISTERED AGENT**

The mailing address of the Company is P.O. Box 1016, Zolfo Springs, Florida 33890, and the principal office of the Company is 1314 Popash Road, Wauchula, Florida 33873. The Company's registered agent is WILLARD K. DURRANCE, JR., whose office is located at 1314 Popash Road, Wauchula, Florida 33873, which office also serves as the Company's registered office.

**ARTICLE III**

**EFFECTIVE DATE OF EXISTENCE/DURATION**

The existence of the Company shall commence as of the filing of these Articles with the Department of State. The duration of the Company shall thereafter be perpetual.

**ARTICLE IV**

**PURPOSE AND POWERS**

This Company is organized with a general business purpose, has all powers provided by law, and may use those powers to any lawful purpose.

**ARTICLE V**

**MANAGEMENT BY MEMBERS**

The Company shall be managed by its members.

**ARTICLE VI**

**ADMISSION OF NEW MEMBERS**

The Company may admit new members by the unanimous consent of the members or as otherwise provided in its Operating Agreement.

**ARTICLE VII**

**AMENDMENTS**

These Articles of Organization may be amended as provided in the Company's Operating Agreement.

**ARTICLE VIII**

**SUBSCRIBER**

The name and address of the person signing these Articles of Organization, who is an authorized representative of a member, are:

Name

Address

WILLARD K. DURRANCE, JR.

P. O. Box 1016  
Zolfo Springs, Florida 33890

FILED  
09 JAN 13 AM 8:45  
CLERK OF STATE  
TALLAHASSEE, FLORIDA

EXECUTED on December 29, 2008.

WITNESSES:

[Signature]  
[Signature]

[Signature]  
WILLARD K. DURRANCE, JR.

SUBSCRIBER

STATE OF FLORIDA

COUNTY OF SARASOTA

The foregoing instrument was acknowledged before me on December 29, 2008, by  
WILLARD K. DURRANCE, JR., who is personally known to me.



[Signature]  
(Name James O. Fergeson, Jr.)  
Notary Public  
Serial Number (if any) \_\_\_\_\_  
Commission Expiration Date \_\_\_\_\_

**ACCEPTANCE OF REGISTERED AGENT**

The undersigned hereby agrees, as registered agent, to accept service of process on behalf of the Company. The undersigned is familiar with and accepts all of the obligations of a registered agent of a Florida limited liability company.

A handwritten signature in black ink, appearing to read "Willard K. Durrance, Jr.", is written over a horizontal line.

WILLARD K. DURRANCE, JR.

396844