

**Electronic Articles of Organization
For
Florida Limited Liability Company**

L09000019634
FILED 8:00 AM
February 27, 2009
Sec. Of State
Isellers

Article I

The name of the Limited Liability Company is:

MANDALAY BRAZILIAN AGRICULTURE INVESTMENTS LLC

Article II

The street address of the principal office of the Limited Liability Company is:

790 PERSHING RD
RALEIGH, NC. 27608

The mailing address of the Limited Liability Company is:

790 PERSHING RD
RALEIGH, NC. 27608

Article III

The purpose for which this Limited Liability Company is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The name and Florida street address of the registered agent is:

COLIN T CONWAY
117 PIERSON LANE
SARASOTA, FL. 34242

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Registered Agent Signature: COLIN T. CONWAY

Article V

The name and address of managing members/managers are:

Title: MGRM
COLIN T CONWAY
790 PERSHING RD
RALEIGH, NC. 27608

Title: MGRM
EMERICK P PATTERSON
790 PERSHING RD
RALEIGH, NC. 27608

Title: MGRM
LOUIS L VENTURA
790 PERSHING RD
RALEIGH, NC. 27608

Article VI

The effective date for this Limited Liability Company shall be:

02/26/2009

Signature of member or an authorized representative of a member

Signature: COLIN T. CONWAY

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