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**FLORIDA LIMITED LIABILITY CO.
GREEN PRODUCE, LLC**

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J. BRYAN

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June 28, 2011

FLORIDA DEPARTMENT OF STATE
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Joey Bryan
Regulatory Specialist II

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ARTICLES OF ORGANIZATION
OF
GREEN PRODUCE, LLC

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THE UNDERSIGNED, FOR THE PURPOSE OF FORMING A LIMITED LIABILITY COMPANY UNDER THE FLORIDA LIMITED LIABILITY COMPANY ACT, F.S. CHAPTER 608, HEREBY MAKE, ACKNOWLEDGE, AND FILE THE FOLLOWING ARTICLES OF ORGANIZATION.

ARTICLE I-NAME

THE NAME OF THE LIMITED LIABILITY COMPANY SHALL BE GREEN PRODUCE, LLC, A LIMITED LIABILITY COMPANY.

ARTICLE II-ADDRESS

(A) THE PRINCIPAL ADDRESS OF THE COMPANY SHALL BE:

12805 NW 42 AVE BLD #2
OPA LOCKA, FL 33054

Effective Date 06/24/11

(B) THE MAILING ADDRESS OF THE COMPANY SHALL BE:

12805 NW 42 AVE BLD #2
OPA LOCKA, FL 33054

ARTICLE III-DURATION

THE COMPANY SHALL COMMENCE ITS EXISTENCE ON JUNE 24, 2011. THE COMPANY'S EXISTENCES SHALL BE PERPETUAL UNLESS THE COMPANY IS EARLIER DISSOLVED AS PROVIDED IN THESE ARTICLES OF ORGANIZATION.

CORDERO C.P.A. P.A
8025 N.W. 36 STREET, SUITE 302
MIAMI, FLORIDA 33166

ARTICLE IV-REGISTERED OFFICE AND AGENT

THE NAME AND STREET ADDRESS OF THE REGISTERED AGENT OF THE COMPANY IN
THE STATE OF FLORIDA IS:

LESLEY CARRION
12805 NW 42 AVE BLD #2
OPA LOCKA, FL 33054

ARTICLES V-CAPITAL CONTRIBUTIONS

THE MEMBERS OF THE COMPANY SHALL CONTRIBUTE TO THE CAPITAL OF THE
COMPANY THE CASH OR PROPERTY SET FORTH IN AND DESCRIBED IN THE LIMITED
LIABILITY COMPANY OPERATING AGREEMENT ON FILE AT THE PRINCIPAL OFFICE
OF THE COMPANY (THE "OPERATING AGREEMENT")

ARTICLE VI-ADDITIONAL CAPITAL CONTRIBUTIONS

EACH MEMBER SHALL MAKE ADDITIONAL CAPITAL CONTRIBUTIONS TO THE
COMPANY ONLY ON THE CONSENT OF THE MEMBERS AS SET FORTH IN THE
OPERATING AGREEMENT.

ARTICLE VII-ADMISSION OF NEW MEMBERS

NO ADDITIONAL MEMBERS SHALL BE ADMITTED TO THE COMPANY UNLESS DONE
SO PURSUANT TO THE TERMS OF THE OPERATING AGREEMENT. A MEMBER MAY
ONLY TRANSFER HIS OR HER INTEREST IN THE COMPANY AS SET FORTH IN THE
REGULATIONS AND OPERATING AGREEMENT OF THE COMPANY.

ARTICLE VIII-MANAGEMENT

THE COMPANY SHALL BE MANAGED BY A MANAGER OR MANAGERS IN
ACCORDANCE WITH THE ARTICLES OF ORGANIZATION, THE OPERATING
AGREEMENT, THE REGULATION ADOPTED BY THE MEMBERS FOR THE
MANAGEMENT OF THE BUSINESS AND THE ORDINARY AND CUSTOMARY AFFAIRS

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OF THE COMPANY. THE REGULATIONS AND THE OPERATING AGREEMENT, IF ANY, SHALL DETERMINE THE MANNER IN WHICH SUCH THE MANAGER (S) ARE ELECTED AND APPOINTED, AND MAY CONTAIN ANY PROVISIONS FOR THE REGULATION AND MANAGEMENT OF THE AFFAIRS OF THE COMPANY NOT INCONSISTENT WITH THE LAW OR THESE ARTICLES OF ORGANIZATION. THE NAME AND ADDRESS OF THE INITIAL MANAGER OF THE COMPANY IS:

LESLY CARRION
99 PROSPECT AVE
RED BANK, NJ 07701

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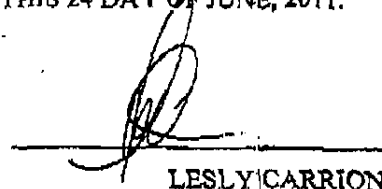
ARTICLES IX-TERMINATION OF EXISTENCE

THE COMPANY SHALL BE DISSOLVED ON THE DEATH, BANKRUPTCY, OR DISSOLUTION OF A MEMBER, OR ON THE OCCURRENCE OF ANY OTHER EVENT THAT TERMINATES THE CONTINUED MEMBERSHIP OF A MEMBER IN THE COMPANY, UNLESS THE BUSINESS OF THE COMPANY IS CONTINUED BY THE CONSENT OF ALL THE REMAINING MEMBERS.

ARTICLES X-INDEMNIFICATION

THE COMPANY SHALL INDEMNIFY EACH MEMBER, MANAGER AND ORGANIZER OF THE COMPANY AGAINST ANY AND ALL LIABILITY AND EXPENSES INCURRED BY HIM IN CONNECTION WITH OR ARISING OUT OF ANY ACTION, SUIT OR PROCESSING IN WHICH HE MAY BE INVOLVED, BY REASON OF HIS BEING OR HAVING BEEN A MEMBER, MANAGER AND/OR ORGANIZER OF THE COMPANY TO THE FULL EXTENT PERMITTED BY THE LAWS OF THE STATE OF FLORIDA.

IN WITNESS WHEREOF, THE UNDERSIGNED HAS MADE AND SUBSCRIBED THESE ARTICLES OF ORGANIZATION AT MIAMI, FLORIDA, ON THIS 24 DAY OF JUNE, 2011.


LESLY CARRION

ACKNOWLEDGMENT OF APPOINTMENT BY REGISTERED AGENT

HAVING BEEN NAMED THE REGISTERED AGENT FOR THE ABOVE CORPORATIONS AT THE PLACE DESIGNATED IN THE FOREGOING ARTICLES OF ORGANIZATION, I HEREBY ACCEPT THE SAME AND AGREE TO ACT IN THIS CAPACITY, AND AGREE TO COMPLY WITH THE PROVISIONS OF FLORIDA LAW RELATIVE TO KEEPING THE REGISTERED OFFICE OPEN.



LESLY CARRION

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