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PINE ISLAND AQUA FARM, LLC

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**ARTICLES OF ORGANIZATION
OF
PINE ISLAND AQUA FARM, LLC**

(A Limited Liability Company)

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The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, hereby adopt the following Articles of Organization:

ARTICLE I

The name of the limited liability company is PINE ISLAND AQUA FARM, LLC.

ARTICLE II

The period of duration of the limited liability company shall commence on the effective date of filing these Articles of Organization with the Florida Secretary of State unless dissolved in accordance with applicable law or pursuant to the rights of members as granted in the Operating Agreement of the company.

ARTICLE III

The limited liability company is organized for profit and the nature of its business purpose is to enter into, make, perform and carry out contracts of every kind for any lawful purpose without limit as to amount, with any person, firm association or corporation, municipality, county, parish, territory, government or other municipal or governmental subdivision; to engage in any other lawful act or activity for which limited liability companies may be organized under the laws of the State of Florida; to have and to exercise all the powers conferred by the laws of Florida upon limited liability companies formed under the laws pursuant to and under which this company is formed, as such laws are now in effect or may at any time hereafter be amended.

ARTICLE IV

The street address and mailing address and county of the principal office of the Company is 600 5th Avenue South, Suite 207, Naples, FL 34102.

ARTICLE V

The address and county of the registered office and agent of the limited liability company in the State of Florida is 600 5th Avenue South, Suite 207, Naples, Florida 34102, and the name of its initial resident agent at the address is John N. Brugger.

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ARTICLE VI

The business of the company shall be managed by two Managers. The initial managers shall be:

Robert Smeja
300 5th Avenue South
Suite 101-10
Naples, Florida 34102

and

Michael Connery
5787 SW 9th Ct
Cape Coral, Florida 33914

ARTICLE VII

The members shall not be subject to the payment of company debts to any extent whatsoever.

ARTICLE VIII

No other person or entity may be admitted as a member of the company without the prior written consent of all members then existing. No member may assign, convey or transfer membership in the company without the prior written consent of each other member, except as may be provided in the Operating Agreement.

ARTICLE IX

For federal and state income tax purposes the company intends and elects to be classified as a partnership.

IN WITNESS WHEREOF, these Articles of Organization are hereby executed this 6th Day of January, 2012.

By John N. Brugger, Esq., as the Authorized
Representative of the Member


By: John N. Brugger

APPOINTMENT OF RESIDENT AGENT

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**STATE OF FLORIDA
DEPARTMENT OF STATE**

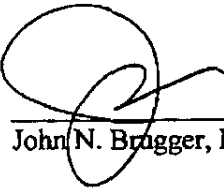
Certificate designating place of Business or Domicile for the Service of Process within this State, naming Agent upon who process may be served.

PINE ISLAND AQUA FARM, LLC, a limited liability company under the laws of the State of Florida, with its principal office at 600 5TH Avenue South, Suite 207, Naples, Florida 34102 appoints John N. Brugger, Esquire, 600 5th Avenue South, Suite 207, Naples, Florida 34102, as its resident agent to accept service of process within this State.

DATED: January 6, 2012

ACCEPTANCE:

I accept appointment as Resident Agent. I am familiar with and accept the obligations of that position as provided in Chapter 608, Fla. Statutes.



John N. Brugger, Esquire