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LLC AMND/RESTATE/CORRECT OR M/MG RESIGN
HILLTOP DAIRY HOLDINGS, LLC

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ARTICLES OF AMENDMENT
to
AMEND AND RESTATE
the
ARTICLES OF ORGANIZATION
of
HILLTOP DAIRY HOLDINGS, LLC

Pursuant to Section 608.411, Florida Statutes, HILLTOP DAIRY HOLDINGS, LLC, a Florida limited liability company (the "*Company*"), adopts the following Articles of Amendment to its Articles of Organization:

FIRST: The date of filing of the Articles of Organization of the Company was January 12, 2012.

SECOND: The Amended and Restated Articles of Organization of the Company (the "*Amended and Restated Articles*") are set forth in EXHIBIT A.

THIRD: The Amended and Restated Articles of Organization were adopted by the unanimous consent of the Members of the Company.

Signed this 27 day of November, 2012.

HILLTOP DAIRY HOLDINGS, LLC,
a Florida limited liability company

By: _____

Marcia A. St. John
Marcia A. St. John
Authorized Representative

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EXHIBIT A

AMENDED AND RESTATED
ARTICLES OF ORGANIZATION
of
HILLTOP DAIRY HOLDINGS, LLC

ARTICLE I
NAME

The name of the limited liability company shall be HILLTOP DAIRY HOLDINGS, LLC (the "Company"). The mailing address and principal office of the Company in Florida shall be: 4951 N.W. 170th Street, Trenton, Florida 32693.

ARTICLE II
PURPOSES AND POWERS

The general purpose for which this Company is organized is to transact any lawful business for which a limited liability company may be organized under the laws of the State of Florida. The Company shall have all the powers granted to a limited liability company under the laws of the State of Florida.

ARTICLE III
ADMISSION AND WITHDRAWAL OF MEMBERS

No additional members shall be admitted to the Company except with the unanimous written consent of the members of the Company.

ARTICLE IV
TERMINATION OF EXISTENCE

The Company shall not be dissolved upon the occurrence of any event that terminates the continued membership of a member in the Company, provided there is at least one remaining member. The Company shall be terminated and dissolved upon the consent of all of the members.

ARTICLE V
MANAGER

The Company shall be managed by one or more managers and is a manager-managed limited liability company. The managers shall be elected in the manner set forth in the Operating Agreement of the Company. The managers shall hold the offices and have the responsibilities accorded to them by the members as set forth in the Operating Agreement.

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