

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H14000235639 3)))



H140002356393ABC0

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

RECEIVED
14 OCT -9 PM 12:00
DIVISION OF CORPORATIONS
BUREAU OF COMMERCIAL
INFORMATION SERVICES

To:

Division of Corporations

Fax Number : (850) 617-6383

From:

Account Name : CORP USA

Account Number : 072450003255

Phone : (305) 634-3694

Fax Number : (786) 409-5946

FILED
2014 OCT -7 AM 9:32
CLERK OF STATE
TALLAHASSEE, FLORIDA

Enter email address for this business entity to be used for future annual report mailings. Enter only one email address please.

Email Address: _____

**FLORIDA LIMITED LIABILITY CO.
DEERFIELD BIOSUGARS, LLC**

Certificate of Status	0
Certified Copy	1
Page Count	05
Estimated Charge	\$155.00

82223

u fax
10/8
10/9

Electronic Filing Menu

Corporate Filing Menu

Help

K. SALY
EXAMINER

OCT 13 2014

please file
on the day that
was fax w/7



October 9, 2014

FLORIDA DEPARTMENT OF STATE
Division of Corporations

CORP USA

SUBJECT: DEERFIELD BIOSUGARS, LLC
REF: W14000061503

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

Please complete the Registered Agents address in article VI.

If you have any questions concerning the filing of your document, please call (850) 245-6051.

Tim Burch
Regulatory Specialist II

FAX Aud. #: H14000235639
Letter Number: 214A00021586

RECEIVED
14 OCT -9 PM 12:00
DIVISION OF CORPORATIONS
BUREAU OF COMMERCIAL
INFORMATION SERVICES

P.O. BOX 6327 - Tallahassee, Florida 32314

(6)

**ARTICLES OF ORGANIZATION FOR FLORIDA
LIMITED LIABILITY COMPANY**

DEERFIELD BIOSUGARS, LLC

FILED
2014 OCT -7 AM 9:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned organizers hereby form this limited liability company pursuant to Chapter 605, Florida Statutes.

ARTICLE I - NAME:

The name of this Limited Liability Company is:

DEERFIELD BIOSUGARS, LLC

ARTICLE II - BUSINESS:

The business of this limited liability company is all business allowed under applicable laws of the State of Florida and the United States of America.

ARTICLE III - ADDRESS:

The initial mailing address and street address of the principal office of this Limited Liability Company is:

1109 South Congress Avenue, Suite D
West Palm Beach, Florida 33406

ARTICLE IV - MANAGEMENT:

The initial member of the company is: American International BioSugars, LLLP, a Florida limited liability limited partnership

The company shall be managed by a board of directors of not less than one director, of legal age, who are elected by a majority of members; the initial director is: Ian M. Herman

The initial officer is: Ian M. Herman, President and CEO

ARTICLE V - RESTRICTION ON TRANSFER OF MEMBER INTEREST:

The transfer of a member's interest is restricted by applicable law and the company operating agreement.

FILED

2014 OCT -7 AM 9:33

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VI - REGISTERED AGENT

The registered agent to receive service of process for the company and location is:

Phillip T. Crenshaw
Phillip T. Crenshaw, P.A.
1109 S. Congress Avenue, Suite D
West Palm Beach, Florida 33406

ARTICLE VII - PREEMPTIVE RIGHTS

Any owner, upon the sale of any new issued ownership shares of this company, shall have the right to purchase his pro-rata share (as nearly as may be done within issuance of fractional shares) at the price and terms at which it is being offered to others.

ARTICLE VIII - INDEMNIFICATION

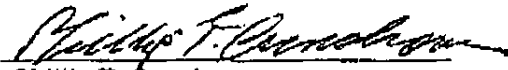
The company shall indemnify and save harmless any and all persons who shall serve, or who shall have served at any time as managers, members, or officers, and their respective heirs, administrators, successors, and assigns from and against any and all expenses, claims or losses of any description, including amounts paid upon judgments, counsel fees, and amounts paid in settlement (before or after suit is commenced), actually and necessarily incurred by such persons in connection with the defense or settlement of any claim, action, suit, or proceeding which may be asserted against them, or any of them, by reasons of their being or having been managers, members, or officers, except in relation to matters as to which any such director, member or officer or person shall be adjudged in any action, suit, or proceeding to be liable for his own negligence or misconduct in the performance of his duty. Such indemnification shall be in addition to any other rights to which those indemnified may be entitled under any bylaws, agreements or otherwise.

ARTICLE IX - LIMITATION OF MANAGERS' LIABILITY

A manager of this company shall not be personally liable to the corporation or its stockholders for money damages for breach of fiduciary duty as managers, except to the extent such exemption from liability or limitation thereof is not permitted under the Florida limited liability companies' law. If the said law is amended after approval by the owners of this article to authorize company action further eliminating or limiting the personal liability of managers, then the liability of a manager of the company shall be eliminated or limited to the fullest extent permitted by applicable Florida or general law, and as amended from time to time without further action by the owner/members.

Any repeal or modification of this Article shall not increase the personal liability of any manager of this corporation for any act or occurrence taking place prior to such repeal or modification. The provision of this Article shall not be deemed to limit or preclude indemnification of a manager by the corporation for any liability of a manager which has not been eliminated by the provisions of this article.

IN WITNESS WHEREOF, the undersigned member has executed these articles of organization on October 22, 2014 and in accordance with section 621.051, Florida Statutes. the execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.



Phillip T. Crenshaw
Organizer and Registered Agent

FILED
2014 OCT - 7 AM 9:33
CLERK OF STATE
TALLAHASSEE, FLORIDA

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 605.0203 (1)(b) STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the limited liability company is: DEERFIELD BIOSUGARS, LLC

2. The name and the Florida address of the registered agent is:

Phillip T. Crenshaw
Phillip T. Crenshaw, P.A.
1109 S. Congress Avenue, Suite D
West Palm Beach, Florida 33406

Having been named as registered agent and to accept service of process for the above stated professional 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.



Phillip T. Crenshaw
Organizer and Registered Agent

Dated: October 7th, 2014

FILED

2014 OCT -7 AM 9:33

SECRETARY OF STATE
TALLAHASSEE, FLORIDA