

L95000001000

MARLOW WHITE  
Requestor's Name  
P O Box 1050  
Address  
Talla. FL 32302  
City/State/Zip  
Phone #  
425-5000

FILED  
95 DEC 27 PM 2:35  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. AMERICAN BAST FIBERS, L.C.  
(Corporation Name) (Document #)
2. \_\_\_\_\_  
(Corporation Name) (Document #)
3. \_\_\_\_\_  
(Corporation Name) (Document #)
4. \_\_\_\_\_  
(Corporation Name) (Document #)

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- ☒ Walk in ☒ Pick up time 2:40 ☒ Certified Copy  
☐ Mail out ☒ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input checked="" type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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DIVISION OF CORPORATION

27-95

Examiner's Initials

**ARTICLES OF ORGANIZATION  
OF  
AMERICAN BAST FIBERS, L. C.  
(a Limited Liability Company)**

FILED  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, desiring to form a limited liability company under the Florida Limited Liability Company Act, Chapter 608.401, et seq., Florida Statutes (the "Act"), do sign, acknowledge and deliver in duplicate to the Secretary, Florida Department of State, these Articles of Organization.

**ARTICLE I**

*Name*

The name of the limited liability company (hereinafter referred to as the "Company") shall be American Bast Fibers, L. C., whose address is 216 West College Avenue, Suite 202, Tallahassee, Florida 32301.

**ARTICLE II**

*Period of Duration*

The period of duration for the Limited Liability Company shall be from the date of filing these Articles with the Florida Division of Corporations and continuing for thirty (30) years, unless extended as provided in the Operating Agreement and Regulations.

**ARTICLE III**

*Business of the Company*

This Company is authorized to conduct all lawful businesses within and without the State of Florida and as authorized pursuant to Sections 608.401, et. seq., Florida Statutes.

**ARTICLE IV**

*Management*

The Limited Liability Company is to be managed by a manager or managers and the names and addresses of such managers who are to serve as initial managers are:

Marlow V. White  
216 West College Avenue, Suite 202  
Tallahassee, Florida 32301

A. Eugene Lewis  
216 West College Avenue, Suite 202  
Tallahassee, Florida 32301

John L. Baker, IV  
201 8th Street South #107  
Naples, Florida 33940

## **ARTICLE V**

### ***Registered Office and Registered Agent***

The principal office of the Company in this State shall be 216 West College Avenue, Suite 202, Tallahassee, Florida 32301 and the Registered Agent shall be Lewis & White, L.C., 216 West College Avenue, Suite 201, Tallahassee, Florida 32301.

## **ARTICLE VI**

### ***Admission of Additional Members***

The right, if given, of the remaining members to admit additional members and the terms and conditions of the admissions shall be set forth in the Operating Agreement and Regulations of the Company.

## **ARTICLE VII**

### ***Members Rights to Continue Business***

The right, if given, of the remaining members of the limited liability company to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the limited liability company shall be as set forth in the Operating Agreement and Regulations of the Company.

## **ARTICLE VIII**

### ***Distributions in Kind***

The Company may distribute assets in-kind as provided in the Operating Agreement and Regulations of the Company.

## ARTICLE IX

### *Meetings Not Required*

Any action required by the Act or the Florida Business Corporation Act to be taken at any annual or special meeting of members, or any action which may be taken at any annual or special meeting of members, may be taken without a meeting, without prior notice and without a vote, if a consent or consents in writing, setting forth the action so taken, shall be signed by the holder or holders of membership interest having not less than the minimum number of votes that would be necessary to take such action at a meeting at which the holders of all membership interests entitled to vote on the action were present and voted. Prompt notice of the taking of any action by the members without a meeting by less than unanimous written consent shall be given to those members who did not consent in writing to the action.

## ARTICLE X

### *Limitation on Manager Liability*

A manager of the Company shall not be liable to the Company or its members for monetary damages for an act or omission in the manager's capacity as a manager, except that this Article X does not eliminate or limit the liability of a manager to the extent that the manager is found liable for (i) a breach of the manager's duty of loyalty to the Company or its members; (ii) an act or omission not in good faith that constitutes a breach of duty of the manager to the Company or an act or omission that involves intentional misconduct or a knowing violation of the law; (iii) a transaction from which the manager received an improper benefit, whether or not the benefit resulted from an action taken within the scope of the manager's office; or (iv) an act or omission for which the liability of the manager is expressly provided by an applicable statute. Any repeal or amendment of this Article X by the members of the Company shall be prospective only and shall not adversely affect any limitation on the liability of a manager of the Company existing at the time of such repeal or amendment. In addition to the circumstances in which the manager of the Company is not liable is set forth in the preceding sentences, the manager shall not be liable to the fullest extent permitted by any provision of the statutes of the State of Florida hereinafter enacted that further limits the liability of a manager of a limited liability company or of a director of a corporation.

## ARTICLE XI

### *Miscellaneous*

Power of Attorney and Amendment. The Chairman of the Board of Managers, the Managing Director and/or Manager-Finance, severally, and their successors shall be, and by these presents hereby are appointed the true and lawful attorneys-in-fact for the Members and their respective assignees, and each of them with full power and authority for them in their

names to execute, acknowledge or swear to and file Amendments of these Articles of Organization and other Company documents as follows:

(1) To amend these Articles in any respect except to substitute a Chairman of the Board of Managers, Managing Director or Manager-Finance (other than through a merger or reorganization of the Managing Member) or to decrease or diminish the duties, liabilities or responsibilities of the Chairman of the Board of Managers, Managing Director or Manager-Finance or to increase the liability of any Member in any respect.

(2) Deeds, notes, mortgages, security instruments of any kind and nature, leases, contracts and such other instruments as may be necessary to carry on the business of the Company as set forth in Article III hereto, provided that no such instrument shall increase the personal liability of any Member herein; and

(3) All documents that may be required to effectuate the dissolution and termination of the Company.

It is expressly intended by each of the Members that the foregoing power of attorney is coupled with an interest. The foregoing power of attorney shall be irrevocable except upon dissolution and survive the delivery or assignment by any of the Members of the whole or any portion of their membership interest and when the assignee has executed a power of attorney coupled with an interest and the foregoing power of attorney of the assignor Member shall survive the delivery of such assignment for the sole purpose of enabling the Chairman of the Board of Managers or Manager-Finance to make, execute, deliver, acknowledge and file any and all instruments necessary to effectuate such substitution. It is understood that the Chairman of the Board of Managers or Manager-Finance may require that the assignee execute a similar power of attorney as a condition of his admission as a substitute Member.

Gender. The masculine and neuter gender has been used interchangeably in these Articles and each may be considered to refer to the other if appropriate.

Binding Effect. These Articles shall inure to the benefit of and be binding upon the parties hereto, their legal representatives, transferees, successors, survivors, heirs and assigns.

Duplicate Originals. For the convenience of the parties hereto, any number of counterparts hereof may be executed, and each such counterpart shall be deemed to be an original instrument.

Construction. These Articles shall be interpreted and construed in accordance with the laws of the State of Florida. The titles of the Sections and Subsections herein have been inserted as a matter of convenience of reference only and shall not control or affect the meaning of construction of any of the terms or provisions herein.

**Entire Agreement.** These Articles and the Operating Agreement and Regulations of the Company are intended by the parties hereto to be the final expression of their agreement and is the complete and exclusive statement of the terms of such agreement notwithstanding any representations or statements of the contrary heretofore made.

IN WITNESS WHEREOF, the parties have entered into, executed and made these Articles of Organization as of the day first above written.

Member:

Registered Agent: **LEWIS & WHITE, L.C.**

I HEREBY ACCEPT my nomination as Registered Agent.

Marlow V. White  
Marlow V. White

By: Marlow V. White  
Authorized Representative

STATE OF FLORIDA

s. s. Tallahassee

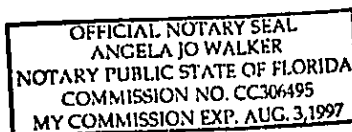
COUNTY OF LEON

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NOTARY OF STATE  
TALLAHASSEE, FLORIDA

BEFORE ME, Angela Jo Walker, a Notary Public, on the 26<sup>th</sup> day of December, 1995, in and for Leon County, State of Florida, personally appeared Marlow V. White, as Members and as Registered Agent Representative, who, being personally known to me or who have shown proper identification and they, being first duly sworn by me, upon their oath acknowledged the due execution of the foregoing Articles of Organization of American Bast Fibers, L. C., freely and voluntarily for the purposes therein stated.

WITNESS my hand and official seal on this 26<sup>th</sup> day of December, 1995.

Angela Jo Walker




**AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS**  
**OF**  
**AMERICAN BAST FIBERS, L. C.**

STATE OF FLORIDA  
COUNTY OF LEON

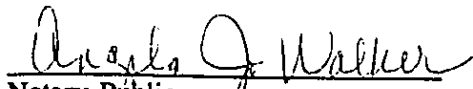
The undersigned member or authorized representative of a member of American Bast Fibers, L. C. deposes and says:

1. The above named limited liability company has at least two members.
2. The total amount of cash contributed by the member(s) is \$1,000.00.
3. If any, the agreed value of property or services other than cash contributed by members is \$-none-.
4. The total amount of cash or property or services anticipated to be contributed by member(s) is \$1,000.00. This total includes amounts from 2 and 3 above.

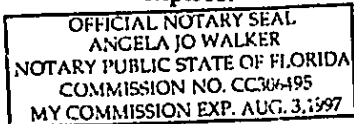


Authorized Member or Authorized  
Representative of a Member

The foregoing instrument was acknowledged before me this 26<sup>th</sup> day of December, 1995, by MARLOW WHITE, ☒ who is personally known to me or ☐ who has provided \_\_\_\_\_ as identification and who did take an oath.

  
Notary Public

My Commission expires:



**2nd NOTICE:** Limited Liability Company Will Be Dissolved On Or After August 21, 1996. If Dissolved, Minimum Amount Due To Reinstate: \$738.75

LIMITED LIABILITY COMPANY ANNUAL REPORT 1996	 FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS
--	--

<b>FILING FEE</b> \$ 263.75	Annual Report \$100.00 + \$138.75 Corporation Supplemental Fee + \$25.00 LATE FEE <b>Make Check Payable To: FLORIDA DEPARTMENT OF STATE</b>
--------------------------------	--

1 Name and Mailing Address of Limited Liability Company **DOCUMENT #L95000001000**

AMERICAN BAST FIBERS, L.C.  
 216 WEST COLLEGE AVENUE  
 SUITE 202  
 TALLAHASSEE FL 32301

1a. Principal Place of Business Address  
 216 WEST COLLEGE AVENUE  
 SUITE 202  
 TALLAHASSEE FL 32301

If above mailing address is incorrect in any way, line through incorrect information and enter correction in Block 2a.

2 Principal Place of Business		2a. Mailing Address		3. Date Organized or Qualified	3a. State of Formation
Suite, Apt. #, etc.		Suite, Apt. #, etc.		12/27/1995	FL
City & State		City & State		4. FEI Number	<input type="checkbox"/> Applied For <input type="checkbox"/> Not Applicable
Zip	Country	Zip	Country	59-3360688	
				5. Date of Last Report	6. Certificate of Status Desired <input checked="" type="checkbox"/> \$8.25 Additional Fee Required

7. Name and Address of Current Registered Agent		8. Name and Address of New Registered Agent	
LEWIS & WHITE L.C., 216 WEST COLLEGE AVENUE SUITE 202 TALLAHASSEE FL 32301		Name Street Address (P.O. Box Number is Not Acceptable) Suite, Apt. #, etc. City Zip Code	
		900001921019 -02/13/96--01167--005 ***1362.50 ***272.50 <b>FL</b>	

9. Pursuant to the provisions of Sections 608.416 and 608.508, Florida Statutes, the above-named limited liability company submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by affirmative vote of a majority of the members. I hereby accept the appointment as registered agent, and accept the obligations.

SIGNATURE \_\_\_\_\_ DATE \_\_\_\_\_  
(Registered Agent Accepting Appointment) (NOTE: Registered Agent signature required when reinstating)

10. Title	Managing Members/Managers	Business Street Address	City, State and Zip Code
MGR	WHITE, MARLOW V	216 WEST COLLEGE AVENUE, S	TALLAHASSEE FL
MGR	LEWIS, A. EUGENE	216 WEST COLLEGE AVENUE, S	TALLAHASSEE FL
MGR	BAKER, JOHN L	201 8TH STREET SOUTH #107	NAPLES FL

11. I do hereby certify that the information supplied with this filing is voluntarily furnished and does not qualify for the exemption stated in Section 119.07(3) (k), Florida Statutes. I further certify that the information indicated on this annual report is true and accurate and that my signature shall have the same legal effect as if made under oath; that I am a managing member or manager of the limited liability company or the receiver or trustee empowered to execute this report as required by Chapter 608, Florida Statutes, and that my name appears in Block 10, or on an attachment with an address.

SIGNATURE: *[Signature]* 8/9/96 425-5000  
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING MANAGING MEMBER OR MANAGER Date Daytime Phone #



L95000001000

A. Eugene Lewis

Requestor's Name

216 W. College Ave, Ste 201

Address

Tallahassee FL 32301 905-5000

City/State/Zip

Phone #

700002242737--4

-07/21/97--01067--025

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CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. American Basic Fibers L.C. L95000001000  
(Corporation Name) (Document #)

2. \_\_\_\_\_  
(Corporation Name) (Document #)

3. \_\_\_\_\_  
(Corporation Name) (Document #)

4. \_\_\_\_\_  
(Corporation Name) (Document #)

2 checks 1 Doc.  
CF 250  
cost 52.50

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☐ Certificate of Status

NEW FILINGS	
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<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

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<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
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<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
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<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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TALLAHASSEE FLORIDA  
SECRETARY OF STATE  
DIVISION OF CORPORATION

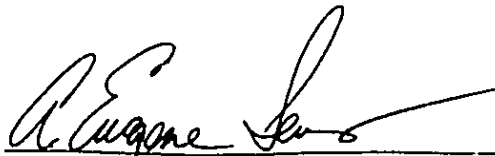
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**SUPPLEMENTAL AFFIDAVIT OF MEMBERSHIP  
AND CAPITAL CONTRIBUTIONS  
PURSUANT TO SECTIONS 608.411 AND 608.412, F.S.**

The Undersigned member of American Bait Fibers, L.C., Florida Document Number L95000001000, deposes and says:

- 1) The above named limited liability company, by Resolution dated June 10, 1997, has restated Exhibit "A" to its Operating Agreement and Regulations dated as of December 31, 1995, entitled "Initial Capital Contribution and Membership Interest as at December 31, 1995" with stated capital of \$100,000 to reflect the additional capital contributions and restatement of membership interests and capital of the Original Members and to admit additional Members as set forth on the Amended and Restated Exhibit "A" to said Operating Agreement and Regulations attached as Schedule 1 hereto, effective as of January 1, 1997.
- 2) The amount of actual contributions of cash, property and services of the Original Members at June 1, 1997 is \$780,000 as set forth on Schedule 1 hereto.



A. Eugene Lewis, Manager-Finance

(In accordance with section 608.408(3), Florida Statutes, the execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

FILED  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**THE AMERICAN BAST FIBERS, L. C.**  
(a Florida Limited Liability Company)

**EXHIBIT "A"**  
**Amended and Restated Capital and Ownership**  
**As At June 1, 1997**

<u>Original Members</u>	<u>Capital Contribution and Commitment</u>	<u>Ownership Percentage</u>
John L. Baker	\$312,000.00	14.9996
Baker Family Trust	208,026.00	15.0019
A. Eugene Lewis	7,800.00	0.8246
Lewis Family Trust	122,187.00	29.1746
Marlow V. White	7,800.00	0.8246
White Family Trust	<u>122,187.00</u>	<u>29.1746</u>
TOTALS - Original and New Capital	\$780,000.00	90.000%
<u>Admitted Members</u>		
Loxahatchee Enterprises, Inc.	<sup>1</sup> - -0-	5.000
Americell, Inc.	<sup>1</sup> - -0-	5.000
TOTALS - ORIGINAL and NEW CAPITAL	<u>\$ 780,000.00</u>	<u>100.000%</u>

<sup>1</sup> Loxahatchee Enterprises, Inc., and Americell, Inc., have provided bridge financing to the Company in connection with working capital requirements and other financial assurances in connection with the Company's \$10,000,000 Private Activity Bond Issue approved by Palm Beach County Commission on April 1, 1997. Pending the resolution of certain pending contingencies, these interests are subject to a "substantial risk of forfeiture" as defined in Section 83 of the Internal Revenue Code of 1986, as amended.

# L 95000001000

Peter D. Vandercreek  
Requestor's Name  
216 W. College Ave. Suite 201  
Address  
Tallahassee, Florida 32301 425-5000  
City/State/Zip Phone #

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**CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):**

1. American Best Fibers, L.C. L95000001000  
(Corporation Name) (Document #)
2. \_\_\_\_\_  
(Corporation Name) (Document #)
3. \_\_\_\_\_  
(Corporation Name) (Document #) 700002256447--3  
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(Corporation Name) (Document #) \*\*\*\*302.50 \*\*\*\*302.50

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☐ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
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<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

*Inc. Conts from  
B780,000  
\$1,780,000*

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TALLAHASSEE, FLORIDA  
SECRETARY OF STATE  
F+ \$250  
CC 32.50

AUG 1 1997

**SUPPLEMENTAL AFFIDAVIT OF MEMBERSHIP  
AND CAPITAL CONTRIBUTIONS  
PURSUANT TO SECTIONS 608.411 AND 608.412, F.S.**

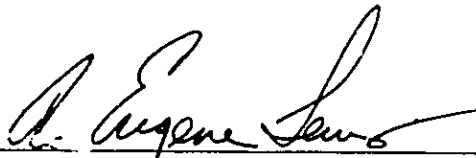
**FILED**

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

The Undersigned member of American Bast Fibers, L.C., Florida Document Number L95000001000, deposes and says:

- 1) The above named limited liability company, by Resolutions dated June 10, 1997, has restated Exhibit "A" to its Operating Agreement and Regulations dated as of December 31, 1995, entitled "Amended and Restated Capital and Ownership as at June 30, 1997" to reflect the additional capital contributions and restatement of membership interests and capital of the Original Members and to admit additional Members as set forth on the Amended and Restated Exhibit "A" to said Operating Agreement and Regulations attached as Schedule 1 hereto, effective as of June 30, 1997.
- 2) The amount of actual contributions of cash, property and services of the Original Members immediately prior to this Supplemental Affidavit was \$780,000.00.
- 3) The amount of new contributions of cash, property and services of the Admitted Member at June 30, 1997 is \$1,000,000 as set forth on Schedule 1 hereto.
- 4) The amount of actual contributions of cash, property and services of the Original and Admitted Members at June 30, 1997 is \$1,780,000 as set forth on schedule 1 hereto.



A. Eugene Lewis, Manager-Finance

(In accordance with section 608.408(3), Florida Statutes, the execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

THE AMERICAN BAST FIBERS, L. C.  
(a Florida Limited Liability Company)

EXHIBIT "A"  
Amended and Restated Capital and Ownership  
As At June 30, 1997

<u>Original Members</u>	<u>Capital Contribution and Commitment</u>	<u>Ownership Percentage</u>
John L. Baker	\$129,996.75	12.7538
Baker Family Trust	130,016.25	12.7472
A. Eugene Lewis	7,146.75	0.7010
Lewis Family Trust	252,846.75	24.7985
Marlow V. White	7,146.75	0.7010
White Family Trust	252,846.75	24.7985
Donna Baker	<sup>1</sup> -0-	4.5000
Loxahatchee Enterprises, Inc.	<sup>1</sup> -0-	4.5000
Americell, Inc.	<sup>1</sup> -0-	<u>4.5000</u>
TOTALS - Original Capital	\$780,000.00	90.0000
<u>Admitted Members</u>		
Savannah Foods & Industries, Inc.	<u>\$1,000,000.00</u>	<u>10.0000</u>
TOTALS - ORIGINAL and NEW CAPITAL	<u>\$1,780,000.00</u>	<u>100.0000%</u>

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<sup>1</sup> Loxahatchee Enterprises, Inc., Americell, Inc. and Donna Baker, have provided bridge financing to the Company in connection with working capital requirements and other financial assurances in connection with the Company's \$10,000,000 Private Activity Bond Issue approved by Palm Beach County Commission on April 1, 1997. Pending the resolution of certain pending contingencies, these interests are subject to a "substantial risk of forfeiture" as defined in Section 33 of the Internal Revenue Code of 1986, as amended.

L95000001000

none given  
Requestor's Name  
214 W. College Ave # 202  
Address  
Gallahadale, FL 32301  
City/State/Zip  
Phone #  
425-5000

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DIVISION OF CORPORATIONS  
97 OCT -2 PM 4:17

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	Name Reservation

REGISTRATION/ QUALIFICATION	
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	Trademark
	Other

G. TAX FILING 52.50  
R. AGENT FEE \_\_\_\_\_  
C. COPY 52.50  
TOTAL 52.50  
V. BANK \_\_\_\_\_  
BALANCE DUE \_\_\_\_\_  
\*FUND \_\_\_\_\_

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 OCT -2 PM 4:25

10/2/97

311

SECOND SUPPLEMENTAL AFFIDAVIT OF MEMBERSHIP  
AND CAPITAL CONTRIBUTIONS  
PURSUANT TO SECTIONS 608.411 AND 608.412, F.S.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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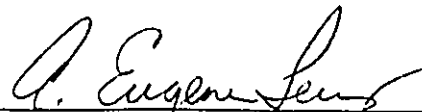
STATE OF FLORIDA

s.s. Tallahassee

COUNTY OF LEON

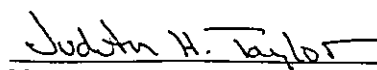
BEFORE ME, the undersigned authority, appeared, A. EUGENE LEWIS, who, being well known to me and duly sworn and under oath, says:

- 1) That he is a member of American Bast Fibers, L.C., Florida Document Number L95000001000;
- 2) The above named limited liability company, by Resolution dated June 30, 1997, has restated Exhibit "A" to its Operating Agreement and Regulations dated as of December 31, 1995, entitled "Amended and Restated Capital and Ownership as at June 30, 1997" to accurately reflect the additional capital contributions and restatement of membership interests and capital of the Original Members and to admit additional Members as set forth on the Amended and Restated Exhibit "A" to said Operating Agreement and Regulations attached as Schedule 1 hereto, effective as of June 30, 1997.
- 3) The amount of actual contributions of cash, property and services of the Original and Admitted Members at June 30, 1997 is \$1,780,000 as set forth on schedule 1 hereto



A. Eugene Lewis, Manager-Finance  
(In accordance with section 608.408(3), Florida Statutes,  
the execution of this affidavit constitutes an affirmation  
under the penalties of perjury that the facts stated herein  
are true.)

IN WITNESS WHEREOF, I have placed my hand and seal on this 2<sup>nd</sup> day of  
October, 1997.

  
Notary

[SEAL]



Judith H. Taylor  
MY COMMISSION # CC670070 EXPIRES  
August 23, 2001  
BONDED THRU TROY F.W. INSURANCE, INC.



THE AMERICAN BAST FIBERS, L. C.  
(a Florida Limited Liability Company)

EXHIBIT "A"  
Amended and Restated Capital and Ownership  
As At June 30, 1997

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 OCT -2 PM 4:25

<u>Original Members</u>	<u>Capital Contribution and Commitment</u>	<u>Ownership Percentage</u>
John L. Baker	\$312,000.00	20.000
Baker Family Trust	208,026.00	20.000
A. Eugene Lewis	7,800.00	1.000
Lewis Family Trust	122,187.00	19.000
Marlow V. White	7,800.00	1.000
White Family Trust	122,187.00	19.000
Loxahatchee Enterprises, Inc.	<sup>1</sup> -0-	5.000
Americell, Inc.	<sup>1</sup> -0-	<u>5.000</u>
TOTALS - Original Capital	\$780,000.00	90.000
<u>Admitted Members</u>		
Savannah Foods & Industries, Inc.	\$1,000,000.00	10.000
TOTALS - ORIGINAL and NEW CAPITAL	<u>\$1,780,000.00</u>	<u>100.000%</u>

<sup>1</sup> Loxahatchee Enterprises, Inc., and Americell, Inc., have provided bridge financing to the Company in connection with working capital requirements and other financial assurances in connection with the Company's \$10,000,000 Private Activity Bond Issue approved by Palm Beach County Commission on April 1, 1997. Pending the resolution of certain pending contingencies, these interests are subject to a "substantial risk of forfeiture" as defined in Section 83 of the Internal Revenue Code of 1986, as amended.