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JEFF J. MCKIBBEN

ATTORNEY AT LAW

POST OFFICE BOX 1748
WAUCHULA, FLORIDA 33813

(941) 773-4449
TELECOPIER
(941) 773-0223

July 23, 1997

Bureau of Corporate Records
Post Office Box 6327
Tallahassee, FL 32314

IN RE: Articles of Organization of
ShaRon Groves, L.C.

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-07/28/97--01145--003
****285.00 ****285.00

Gentlemen:

Enclosed please find the Original and one (1) copy of the Articles of Organization of ShaRon Groves, L.C. which includes therein the designation of and acceptance by the registered agent. Also enclosed is a check for \$285.00.

Filing Fee	\$ 250.00
Designation of registered Agent	\$ 35.00
TOTAL	\$ 285.00

Thank you for your assistance in this matter.

Sincerely yours,

Jean Graham
Secretary to Mr. McKibben

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

vjg
enclosures as stated herein

G\CORPORATION\SHARON.LTI

REGISTERED JUL 30 1997

789,2257

ARTICLES OF ORGANIZATION
ShaRon Groves,
L.C.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

ARTICLE I
Name

The name of the limited liability company, referred to in these Articles as "Company" is ShaRon Groves, L.C.

ARTICLE II
Duration

The company shall dissolve on August 1, 2032.

ARTICLE III
Purpose

The purpose for which Company is organized is to own and operate citrus groves and participate in agribusiness, as well as to transact any or all lawful business for which limited liability companies may be organized under the Florida Limited Liability Company Act.

ARTICLE IV
Principal Address

The address of Company's principal place of business in Florida is 205 S.R. 62, Bowling Green, Florida 33834, Post Office Box 265, Wauchula, Florida 33873.

ARTICLE V
Registered Agent and Office

The name of the Company's initial registered agent in Florida is Ronald F. Moye. The address of Company's registered office in Florida is 205 S.R. 62, Bowling Green, Florida 33834.

ARTICLE VI
Capital Contributions

The total amount of cash contributions is \$20,000.00.

Contributions to the Company by each member are as follows:

- (a) Ronald F. Moye has made a cash contribution of \$10,000.00.
- (b) Sharon D. Moye has made a cash contribution of \$10,000.00.

**ARTICLE VII
Management**

The company is to be managed by two managers. Each initial manager will serve until the first annual meeting of the members. The initial managers are identified as follows:

Ronald F. Moye 20 N.W. Lisa Drive, Wauchula, Florida 33873
Sharon D. Moye 20 N.W. Lisa Drive, Wauchula, Florida 33873

**ARTICLE VIII
Admission of New Members**

Members shall have the right to admit new members. Additional members may be admitted only on the unanimous written consent of existing members, and the existing members shall determine the amount and nature of contributions by new members at the time the new members are admitted.

**ARTICLE IX
Remaining Members**

The remaining members of the company may 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.

**ARTICLE X
Additional Provisions**

The power to adopt, alter, amend, or repeal the regulations of the Company is vested entirely in the managers listed in Article VII.

IN WITNESS WHEREOF, for the purpose of forming this limited liability company in accordance with the Florida Limited Liability company Act, the undersigned has executed these Articles of Organization on this 23 day of July, 1997, at Wauchula, Florida.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Ronald F. Moye
Ronald F. Moye, for the purpose of forming this Limited Liability and accepting the designation as the Registered Agent for ShaRon Groves, L.C.

**STATE OF FLORIDA:
COUNTY OF HARDEE:**

Before me, the undersigned authority personally appeared **RONALD F. MOYE**, who is known to me to be the person who executed the foregoing Articles of Organization and acknowledged before me that he made and subscribed the same for the purposes herein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and seal on this 23rd day of July, 1997.

Dagmar E. Kurkel

**NOTARY PUBLIC/
STATE OF FLORIDA AT LARGE
MY COMMISSION NUMBER IS:
MY COMMISSION EXPIRES:**

KCORP/SHARON.AOO
10003.004/07-22-97



AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

**STATE OF FLORIDA:
COUNTY OF HARDEE:**

In compliance with Florida Statutes Section 608.407(2), the undersigned as general partner of ShaRon Grove, L.C. a member of ShaRon Groves, L.C., deposes and says:

1. ShaRon Groves, L.C. has at least two members.
2. The amount of cash contributed by members is \$20,000.00.
3. The total amount of cash or property anticipated to be contributed by the members is \$20,000.00.

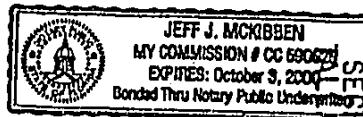
Ronald F. Moye

Ronald F. Moye - Manager
ShaRon Groves, L.C.

The foregoing instrument was acknowledged before me this 1st day of August, 1997, by **RONALD F. MOYE**, Manager of the ShaRon Groves, L.C. a limited liability company. He is personally known to me.

Jeff J. McKibben

(Seal)
**NOTARY PUBLIC/
STATE OF FLORIDA**



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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATEMENT DESIGNATING REGISTERED AGENT AND OFFICE

**STATE OF FLORIDA:
COUNTY OF HARDEE:**

Pursuant to the provisions of Section 608.415 and 608.407 (1)(d) of the Florida Limited Liability Company Act, the limited liability company identified below submits the following statement in designating its registered office and registered agent in the State of Florida:

The name of the limited liability company is ShaRon Groves, L.C.


The name of the registered agent for ShaRon Groves, L.C. is Ronald F. Moye, and the street address of the company's principal office is 205 S.R. 62, Bowling Green, FL 33834.

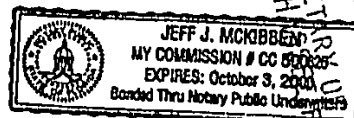
This statement is to acknowledge that, as indicated above, ShaRon Groves, L.C., has appointed me, Ronald F. Moye, as its registered agent to accept service of process for the company at the place designated above in this certificate. I accept this appointment as registered agent and agree to act in this 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.

Dated this 1st day of August, 1997.


RONALD F. MOYE

The foregoing instrument was acknowledged before me this 1st day of August, 1997, by RONALD F. MOYE, agent on behalf of ShaRon Groves, a limited liability company. He is personally known to me.


NOTARY PUBLIC/
STATE OF FLORIDA AT LARGE



GCORP/SHARON.SDR

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TALLAHASSEE, FLORIDA