

Division of Corporations

Page 1 of 1

Florida Department of State

Division of Corporations

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Katherine Harris, Secretary of State

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LIMITED LIABILITY COMPANY

DAVID J. LIPMAN, L.L.C.

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FAX AUDIT NO.: H99000002627

ARTICLES OF ORGANIZATION**OF****DAVID J. LIPMAN, L.L.C.****ARTICLE I - NAME**

The name of this limited liability company is DAVID J. LIPMAN, L.L.C. (the "Company").

ARTICLE II - DURATION

The Company shall exist from the date of filing these Articles of Organization with the Department of State until the occurrence of any of the events specified in Florida Statutes Section 608.441.

ARTICLE III - MAILING ADDRESS AND STREET ADDRESS

The mailing address and street address of the Company is:

P. O. Box 3088
Immokalee, Florida 34143

315 E. New Market Road
Immokalee, Florida 34142

ARTICLE IV - INITIAL REGISTERED AGENT AND OFFICE

The name and the street address of the initial registered agent of the Company is:

Prepared by: Guy E. Whitesman, Esq.
Florida Bar No.: 334189
1715 Monroe Street
Fort Myers, FL 33901
(941) 334-4121

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CLERK OF STATE
TALLAHASSEE, FLORIDA

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NameAddress

David J. Lipman

315 E. New Market Road
Immokalee, Florida 34142ARTICLE V - ADMISSION OF ADDITIONAL MEMBERS

Additional Members to the Company may be admitted, but only if all the current Members agree to the admission of the additional members and to the terms of admission. Certificates of Members' interests shall be issued in accordance with the Regulations of the Company.

ARTICLE VI - MEMBERS RIGHTS TO CONTINUE BUSINESS

If a Member of the Company dies, retires, resigns, is expelled, is dissolved, experiences bankruptcy, or upon the occurrence of any other event which terminates the continued membership of a Member in the Company, the remaining Members, if any, may, by unanimous written agreement, continue the business of the Company.

ARTICLE VII - MANAGEMENT OF THE COMPANY

The Company shall be managed by the Members. The name of the initial Member of the Company and his address are as follows:

NameAddress

David J. Lipman

315 E. New Market Road
Immokalee, Florida 34142ARTICLE VIII - REGULATIONS

The Members shall have the power to adopt, alter, amend, or repeal the Regulations of the Company containing provisions for the regulation and management of the affairs of the Company.

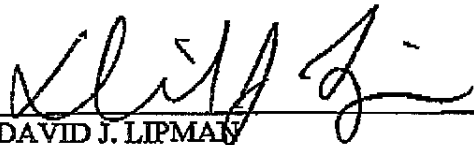
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IN WITNESS WHEREOF, the undersigned, being the original Member of the Company,
has executed these Articles of Organization, this 1st day of FEBRUARY, 1999.



DAVID J. LIPMAN

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99 FEB -2 PM 3:00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned Member of DAVID J. LIPMAN, L.L.C. deposes and says:

1. The above named limited liability company has at least one member.
2. The total amount of cash contributed by the Members is \$0.00. The property other than cash contributed by the Members is described as one thousandth of one percent interest (.001%) in West Florida Agro Ltd., a Florida Limited Partnership, and one thousandth of one percent interest (.001%) in Florida Farm Development Co. Ltd., a Florida Limited Partnership, with an agreed value in total of \$250.00.
3. The total amount of cash or property anticipated to be contributed by the Members is \$500.00. This total amount includes the amount from 2 above.

[Signature]
DAVID J. LIPMAN

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STATE OF FLORIDA)
) SS:
COUNTY OF COLLIER)

BEFORE ME, the undersigned authority, personally appeared DAVID J. LIPMAN, who after first being duly sworn, acknowledged that he executed before me the foregoing instrument for the purposes therein expressed. He is personally known to me or produced _____ as identification.

WITNESS my hand and official seal in the State of Florida this 1st day of February, 1999.

[Signature]
Print Name: Guy E. Whitesman
NOTARY PUBLIC, State of Florida



Guy E. Whitesman
MY COMMISSION # CC766252 EXPIRES
August 14, 2002
BONDED THRU TROY FAIN INSURANCE, INC.

My Commission Expires:

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

PURSUANT TO THE PROVISIONS OF SECTION 608.415, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the limited liability company is: DAVID J. LIPMAN, L.L.C.
2. The name and address of the registered agent and office is:

David J. Lipman
315 E. New Market Road
Immokalee, Florida 34142

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


DAVID J. LIPMAN, Registered Agent

FAX AUDIT NO.: E99000002627

-5-