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THOMAS EGAN
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Office Use Only

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

1. BayPark Farms L.C. (Corporation Name) _____ (Document #) _____
2. _____ (Corporation Name) _____ (Document #) _____
3. _____ (Corporation Name) _____ (Document #) _____
4. _____ (Corporation Name) _____ (Document #) _____

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NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input 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

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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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Name	_____
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Examiner	_____
Updater	_____
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Verifier	_____
Acknowledgment	_____
Examiner's Initials	_____

ARTICLES OF ORGANIZATION
OF
BAYPARK FARMS, L.C.

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WE, the undersigned, do hereby certify that we have associated ourselves together for the purpose of becoming a limited liability company under the laws of the State of Florida, providing for the formation, rights, privileges, and communities of limited liability companies for profit., We further declare that the following Articles shall be the Charter and authority for the conduct of business of said limited liability company.

ARTICLE I
NAME

The name of this limited liability company shall be BAYPARK FARMS, L.C., and its principal place of business shall be in the City of Ocala, County of Marion, State of Florida, but it shall have the power and authority to establish branch offices at such place or places as may be designated by the members.

ARTICLE II
PURPOSES AND POWERS

The general nature of the business or businesses to be transacted in which the limited liability company is authorized to transact, in addition to those authorized by the laws of the State of Florida and the powers of said limited liability company, shall be as follows:

1. To engage in any activity or business authorized under the Florida Statutes.
2. In general, to carry on any and all incidental business; to have and exercise all the powers conferred by the laws of the State of Florida, and to do any and all things hereinbefore set forth to the same extent as a natural person might or could do.

3. To purchase or otherwise acquire, undertake, carry on, improve, or develop, all or any of the business, good will, rights, assets, and liabilities of any person, firm, association, or corporation carrying on any kind of business of a similar nature to that which this limited liability company is authorized to carry on, pursuant to provisions of this certificate; and to hold, utilize, or in any manner dispose of the rights and property so acquired.

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4. To enter into and make all necessary contracts for its business with any person, entity, partnership, association, corporation, domestic or foreign, or of any domestic or foreign state, government, or governmental authority, or of any political or administrative subdivision, or department thereof, and to perform and carry out, assign, cancel, rescind any of such contracts.

5. To exercise all or any of the limited liability company powers and to carry out all or any of the purposes, enumerated herein otherwise granted or permitted by law, while acting as agent, nominee, or attorney-in-fact for any persons or corporations, and perform any service under contract or otherwise for any corporation, joint stock company, association, partnership, firm, syndicate, individual, or other entity, and in such capacity or under such arrangement to develop, improve, stabilize, strengthen, or extend the property and commercial interest thereof, and to aid, assist, or participate in any lawful enterprises in connection therewith or incidental to such agency, representation, or service, and to render any other service or assistance insofar as it lawfully may under the laws of the State of Florida, providing for the formation, rights, privileges, and communities of limited liability companies for profit.

6. To do everything necessary, proper, advisable, or convenient for the accomplishment of any of the purposes, or the attainment of any of the objects, or the furtherance of any of the powers herein set forth, either alone or in association with others incidental or pertaining to, or going out of, or connected with its business or powers, provided the same shall not be inconsistent with the laws of the State of Florida.

7. The several clauses contained in this statement of the general nature of the business or businesses to be transacted shall be construed as both purposes and powers of this limited liability company, and statements contained in each clause shall, except as otherwise expressed, be in no wise limited or restricted by reference to or inference from the terms of any other clause. They shall be regarded as independent purposes and powers.

Nothing herein contained shall be deemed or construed as authorizing, permitting, or purporting to authorize or permit the limited liability company to carry on any business, exercise any power, or do any act which a limited liability company may not, under the laws of the State of Florida, lawfully carry on, exercise, or do.

ARTICLE III

CAPITAL CONTRIBUTIONS

Capital contributions shall be paid to the limited liability company by the three members as follows:

LAKSHMAN DOOBAY	\$1,000.00
TAMESHWAR SINGH	\$1,000.00
JOHN MACKENZIE	\$1,000.00

Additional contributions will be made as required for investment purposes, as determined by unanimous consent of the members. Members will make future contributions in the same proportion as their original capital contribution.

ARTICLE IV

LIMITED LIABILITY COMPANY POWERS

All limited liability company powers shall be exercised by or under the authority of, and the business and affairs of this limited liability company shall be managed under the direction of,

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the MANAGING MEMBERS of this limited liability company, who shall be Lakshman Doobay and Tameshwar Singh.

This article may be amended from time to time in the regulations of the limited liability company by a unanimous vote of the members of the limited liability company.

ARTICLE V

EXISTENCE

This limited liability company shall exist until January 25, 2029, or until dissolved in a manner provided by law, or as provided in the Regulations adopted by the members.

ARTICLE VI

PRINCIPAL PLACE OF BUSINESS

The principal office of this limited liability company shall be located in the City of Ocala, County of Marion, State of Florida, and the post office address of said principal office of the corporation shall be 13800 ^W ~~North~~ C.R. 225-A, ^{Reddick} ~~Ocala~~, Florida ~~344~~ 32686

ARTICLE VII

MEMBERS

The members of this limited liability company are as follows:

- LAKSHMAN DOOBAY
- TAMESHWAR SINGH
- JOHN MACKENZIE

Management of the limited liability company shall be reserved to the Managing Members named in Article IV above.

ARTICLE VIII

INITIAL REGISTERED OFFICE

The street address of the initial registered office is 13800 North C.R. 225-A, Ocala, Florida 32686, and the name of the initial registered agent at that office is Tameshwar Singh.

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ARTICLE IX

RESTRICTIONS ON MEMBERSHIP

Members shall have the right to admit new members by unanimous consent. Contribution required of new members shall be determined as of the time of admission to the limited liability company.

A member's interest in the limited liability company may not be sold, transferred, encumbered, pledged, or otherwise alienated except with unanimous written consent of members.

Upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or the occurrence of any other event that terminates the continued membership of a member in the Company, the remaining members shall have the right to continue the business upon unanimous consent of such remaining members, subject to restrictions set forth in the Regulations and Member Agreement.

ARTICLE X

WE, the undersigned, being the original members of the foregoing limited liability company, do hereby certify that the foregoing constitutes the proposed Articles of Organization of BAYPARK FARMS, L.C.

WITNESS our hands and Seals this ____ day of January, 1999.



LAKSHMAN DOOBAY



TAMESHWAR SINGH



JOHN MACKENZIE

CANADA
PROVINCE OF ONTARIO
REGIONAL MUNICIPALITY OF NIAGARA

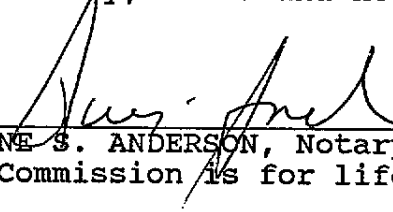
Before me this day personally appeared LAKSHMAN DOOBAY who produced an Ontario Driver's Licence for identification and who executed the foregoing instrument, and acknowledged before me that he executed the same for the purposes therein expressed, this day of January, 1999 and he did not take an oath.


WAYNE S. ANDERSON, Notary Public
My Commission is for life.

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Before me this day personally appeared TAMESHWAR SINGH who produced an Ontario Driver's Licence for identification and who executed the foregoing instrument, and acknowledged before me that he executed the same for the purposes therein expressed, this day of January, 1999 and he did not take an oath.


WAYNE S. ANDERSON, Notary Public
My Commission is for life.

CANADA
PROVINCE OF ONTARIO
REGIONAL MUNICIPALITY OF NIAGARA

Before me this day personally appeared JOHN MackENZIE who produced an Ontario Driver's Licence for identification and who executed the foregoing instrument, and acknowledged before me that he executed the same for the purposes therein expressed, this day of January, 1999 and he did not take an oath.


WAYNE S. ANDERSON, Notary Public
My Commission is for life.

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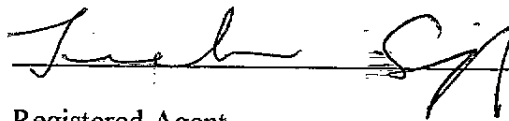
CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED.

In pursuance of Chapter 608.407(d), Florida Statutes, the following is submitted,
in compliance with said Act:

First -- That BAYPARK FARMS, L.C., desiring to organize under the laws of the
State of Florida with its principal office, as indicated in the articles of organization at City of
Ocala, County of Marion, State of Florida, has named Tameshwar Singh located at
13800 W. CP. 225-A, Ocala, County of Marion, State of Florida, as its agent to
accept service of process within this state.

ACKNOWLEDGMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

Having been named to accept service of process for the above stated limited
liability company, at place designated in this certificate, I hereby accept to act in this capacity, and
agree to comply with the provision of said Act relative to keeping open said office.


Registered Agent

AFFIDAVIT OF MEMBERSHIP AND CAPITAL CONTRIBUTIONS
IN ACCORDANCE WITH FLORIDA STATUTES SECTION 608.407(2)

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STATE OF FLORIDA
COUNTY OF MARION

Before me, the undersigned authority, personally appeared Lakshman Doobay, Tameshwar Singh, and John MacKenzie, who being first duly sworn, depose and say:


1. They are all of the members of Baypark Farms, L.C., a Florida Limited Liability Company.
2. Baypark Farms, L.C. has three members, to wit: Lakshman Doobay, Tameshwar Singh, and John MacKenzie.
3. The following amounts of cash have been contributed to the limited liability company by the members:

LAKESHMAN DOOBAY	\$1,000.00
TAMESHWAR SINGH	\$1,000.00
JOHN MACKENZIE	\$1,000.00

No property other than cash has been or will be contributed by the members. Additional cash contributions are not anticipated, but can be required by unanimous consent of the members.

4. They have personal knowledge of the matters set forth herein. This affidavit is given pursuant to F.S. 608.407 (2).

Further Affiants Sayeth Naught.



LAKSHMAN DOOBAY



TAMESHWAR SINGH



JOHN MACKENZIE

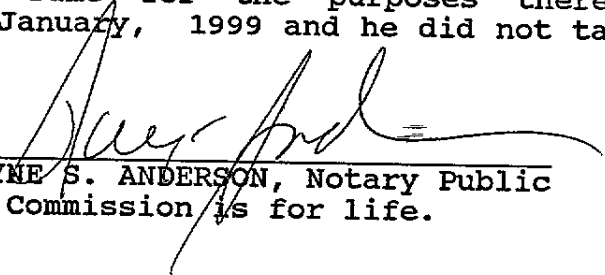
STATE OF FLORIDA
COUNTY OF MARION

Before me this day personally appeared Lakshman Doobay, Tameshwar Singh, who produced _____ for identification and who executed the foregoing instrument, and

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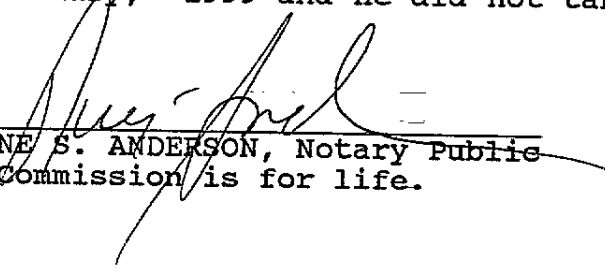
Before me this day personally appeared LAKSHMAN DOOBAY who produced an Ontario Driver's Licence for identification and who executed the foregoing instrument, and acknowledged before me that he executed the same for the purposes therein expressed, this _____ day of January, 1999 and he did not take an oath.



WAYNE S. ANDERSON, Notary Public
My Commission is for life.

CANADA
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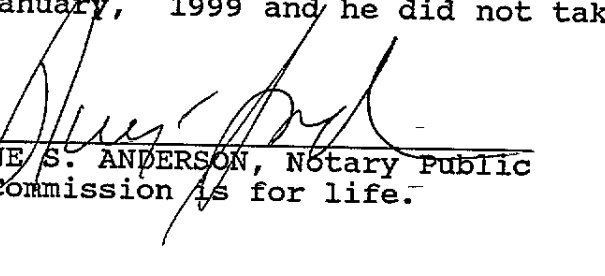
Before me this day personally appeared TAMESHWAR SINGH who produced an Ontario Driver's Licence for identification and who executed the foregoing instrument, and acknowledged before me that he executed the same for the purposes therein expressed, this _____ day of January, 1999 and he did not take an oath.



WAYNE S. ANDERSON, Notary Public
My Commission is for life.

CANADA
PROVINCE OF ONTARIO
REGIONAL MUNICIPALITY OF NIAGARA

Before me this day personally appeared JOHN MackENZIE who produced an Ontario Driver's Licence for identification and who executed the foregoing instrument, and acknowledged before me that he executed the same for the purposes therein expressed, this _____ day of January, 1999 and he did not take an oath.



WAYNE S. ANDERSON, Notary Public
My Commission is for life.