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OF COUNSEL

MALCOLM R. KIRSCHENBAUM  
SYDNEY L. JACKOWITZ  
LILA INGATE MCHENRY

July 8, 1999

Division of Corporations  
George Firestone Building  
409 East Gaines Street  
Tallahassee, FL 32301

Via Hand Delivery

100002926791--0  
-07/09/99--01002--020  
\*\*\*\*337.50 \*\*\*\*337.50

To Whom It May Concern:

Enclosed for filing, please find the **ARTICLES OF ORGANIZATION**, along with a check in the amount of **\$337.50** for the applicable filing fees and fees to obtain a **CERTIFIED COPY** of the **Articles of Organization** for the following entity:

**Florida Citrus Partners, L.L.C.**

Please call Ann Cotroneo at 222-7717, when the document is ready. Thank you for your assistance in this matter.

Very truly yours,

*Kelly B. Plante*  
Kelly B. Plante

KBP/amc  
Enclosures  
GHRCORP/GHR.160  
Brewton/125077-1

TALLAHASSEE, FLORIDA  
DIVISION OF CORPORATIONS  
DEPARTMENT OF STATE  
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MELBOURNE  
(407) 727-8100

ORLANDO  
(407) 843-8880

TALLAHASSEE  
(850) 222-7717

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

7-9-99

**ARTICLES OF ORGANIZATION  
OF  
FLORIDA CITRUS PARTNERS, L.L.C.**

The undersigned, desiring to form a Limited Liability Company pursuant to the provisions of the Florida Limited Liability Company Act, Chapter 608 of the Florida Statutes (the "Act"), hereby adopts the following Articles of Organization:

**ARTICLE I - Name:**

The name of the Limited Liability Company is:

FLORIDA CITRUS PARTNERS, L.L.C.

**ARTICLE II - Address:**

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

1900 Old Dixie Highway  
Fort Pierce, FL 34946

**ARTICLE III - Duration:**

The period of duration for the Limited Liability Company shall commence upon the filing of these Articles of Organization with the Florida Department of State, and shall continue perpetually.

**ARTICLE IV - Management:**

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

Pamela Jo Davis  
12425 28<sup>th</sup> Street North  
St. Petersburg, FL 33716

Gregory P. Nelson  
1900 Old Dixie Highway  
Fort Pierce, FL 34946

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**ARTICLE V - Admission of Additional Members:**

No additional members shall be admitted to the Limited Liability Company without unanimous consent of all other members, which consent shall be given or withheld in the sole and absolute discretion of the other members.

**ARTICLE VI - Member Rights to Continue Business:**

The right of the member(s) of the Limited Liability Company to continue the business of the Limited Liability Company upon 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 established by the regulations of the Limited Liability Company.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization as of the 8<sup>th</sup> day of July, 1999.

FRESH NECTARS CO.,  
a Member

INDUSTRIES TRAINING CORPORATION,  
a Member

By:  By:   
Gregory P. Nelson, President Pamela Jo Davis, President

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TALLAHASSEE, FLORIDA

**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE  
FLORIDA CITRUS PARTNERS, L.L.C.**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is: FLORIDA CITRUS PARTNERS, L.L.C.
2. The name and Florida street address of the registered agent and office are:

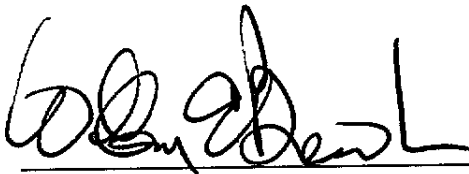
Wilbur E. Brewton  
(NAME)

225 South Adams Street, Suite 250  
(P. O. BOX NOT ACCEPTABLE)

Tallahassee, Florida 32301  
(CITY/STATE/ZIP)

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*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.*



NAME: Wilbur E. Brewton

July 8, 1999  
(DATE)

**Filing Fee: \$35 for Designation of Registered Agent**

**AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS**

**OF**

**FLORIDA CITRUS PARTNERS, L.L.C**

The undersigned, being members of FLORIDA CITRUS PARTNERS, L.L.C., hereby certify the following:

1. The above named Limited Liability Company has at least one member.

2. The total amount of cash contributed by the members is: \$ 10,000.00

3. If any, the agreed value of the property other than cash contributed by the members is: \$ 0.00

A description of the property is as follows: N/A

4. The total amount of cash and property contributed and anticipated to be contributed by the members is: \$500,000.00

**FRESH NECTARS CO.**  
a Member

By: 

Gregory P. Nelson, President

**INDUSTRIES TRAINING CORPORATION**  
a Member

By: 

Pamela Jo Davis, President

(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.)

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TALLAHASSEE, FLORIDA