

# L99000005581

## CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302  
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Sto Farming, LLC

W99-20490

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Signature

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Art of Inc. File  
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Fictitious Name File  
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Dissolution / Withdrawal  
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✓ Cert. Copy  
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FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

September 3, 1999

CAPITAL CONNECTION, INC.

SUBJECT: S&O FARMING, LLC  
Ref. Number: W99000020490

We have received your document for S&O FARMING, LLC and your check(s) totaling \$293.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

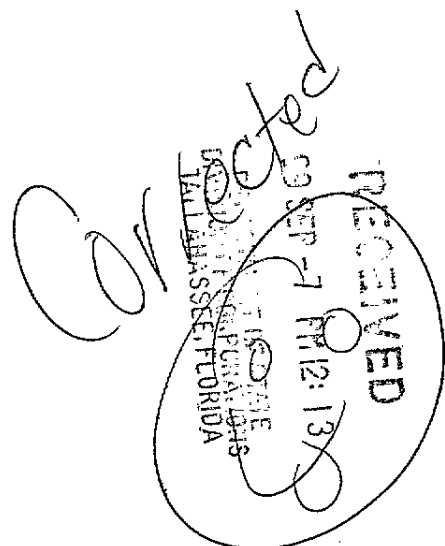
An affidavit is required pursuant to section 608.407(2), Florida Statutes, declaring the following: (1) the limited liability company has at least one member; (2) the actual amount of cash contributions; (3) the agreed value and a description of any property other than cash contributed; and (4) the total amount of cash or property anticipated to be contributed by the members.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6967.

Michelle Hodges  
Document Specialist

Letter Number: 799A00044018



**ARTICLES OF ORGANIZATION  
OF  
S & O FARMING, LLC**

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby make, acknowledge, and file the following Articles of Organization.

**Article I - Name**

The name of the limited liability company shall be S & O Farming, LLC ("company").

**Article II - Address**

The mailing address and street address of the principal office of the company is 1307 Southfield Road, Americas, Georgia 31709.

**Article III - Duration**

The company shall commence its existence on the date these articles of organization are filed by the Florida Department of State or on another effective date if specified. The company's existence shall be perpetual unless the company is dissolved earlier as provided in these articles of organization or in the regulations.

**Article IV - Registered Office and Agent**

The name and street address of the registered agent of the company in the state of Florida are Calvin O'Bannon, 415 Kirby Thompson Road, LaBelle, Florida 33976.

**Article V - Capital Contributions**

The members of the company shall contribute to the capital of the company the cash or property set forth in Exhibit "A".

**Article VI - Additional Capital Contributions**

Each member shall make additional capital contributions to the company only on the unanimous consent of all the members or as provided in the regulations.

**Article VII - Admission of New Members**

Except as set forth in the regulations, no additional members shall be admitted to the company except with the unanimous written consent of all the members of the company and on the terms and conditions as shall be determined by all the members. A member may transfer his or her interest in the company as set forth in the regulations of the company, but the transferee shall have no right to participate in the management of the business and affairs of the

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company or become a member unless all of the members of the company other than the member proposing to dispose of his or her interest approve of the proposed transfer by written consent.

#### Article VIII - Members' Right to Continue Business

The company shall be dissolved on the death, bankruptcy, or dissolution of a member or manager, or on the occurrence of any other event that terminates the continued membership of a member in the company, unless the business of the company is continued by majority vote of the remaining members.

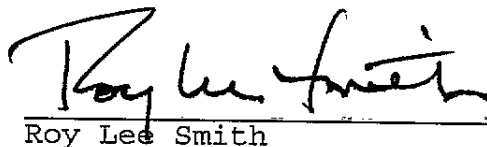
#### Article IX - Management

The company shall be managed by a manager in accordance with regulations adopted by the members for the management of the business and affairs of the company. These regulations may contain any provisions for the regulation and management of the affairs of the company not inconsistent with law or these articles of organization. The name and address of the initial manager of the company is Roy Lee Smith, Post Office Box 662, Americus, Georgia 31709.

#### Article X - Additional Provisions

The power to adopt, alter, amend, or repeal the regulations of the company is vested entirely in the manager listed in Article IX.

IN WITNESS WHEREOF, the undersigned organizers have made and subscribed these articles of organization at Americus, Georgia, on this 19<sup>th</sup> day of August, 1999.

  
\_\_\_\_\_  
Roy Lee Smith

STATE OF GEORGIA  
COUNTY OF Sumter

The foregoing instrument was acknowledged before me this 19<sup>th</sup> day of August, 1999.

☒ Who is personally known by me.  
☐ Who produced \_\_\_\_\_ as identification.

  
\_\_\_\_\_  
NOTARY PUBLIC, STATE OF GEORGIA

EXHIBIT "A"

**Initial Members**

Name : Roy Lee Smith  
Social Security No. : 263-50-6746  
Address : Post Office Box 662  
Americus, Georgia 31709  
Percentage : Fifty Percent (50%)

Name : Calvin O'Bannon  
Social Security No. : 265-88-4002  
Address : Post Office Box 495  
LaBelle, Florida 33975  
Percentage : Fifty Percent (50%)

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

Under the provisions of F.S. 608.415 or 608.507, S & O Farming, Limited Liability Company, submits the following statement to designate a registered office and registered agent in the state of Florida:

1. The name of the limited liability company is S & O Farming, LLC.

2. The name and street address of the registered agent in Florida are:

Calvin O'Bannon  
415 Kirby Thompson Road  
LaBelle, Florida 33975

The undersigned, being the person named in the articles of organization of S & O Farming, LLC, as the registered agent of this limited liability company, hereby consents to accept service of process for the above-stated company at the place designated in the articles of organization, and accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his or her duties, and is familiar with and accepts the obligations of the position of registered agent.

  
Calvin O'Bannon

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of a member of S & O Farming, LLC, 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 \$500,000.00.

3. If any, the agreed value of property other than cash contributed by the members is: None.

4. The total amount of each cash or property anticipated to be contributed by the members is \$500,000.00. This total includes amounts from 2 and 3 above.

The Affiant says nothing further.


  
Calvin O'Bannon

STATE OF GEORGIA  
COUNTY OF Sunter

The foregoing instrument was acknowledged before me this 19<sup>th</sup> day of August, 1999, by Calvin O'Bannon.

☒ Who is personally known by me.

☐ Who produced \_\_\_\_\_ as identification.

  
\_\_\_\_\_  
Joyce Smith  
Notary Public  
My commission expires: 1/13/02  
Commission #: \_\_\_\_\_