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Vero-Best
Organic Farms

Premium
Indian River Citrus

2605 82nd Avenue
Vero Beach, Florida 32966

At Vero-Best Organic Farms, we are growers of high quality certified organic citrus in the Indian River area of Florida, known for great tasting citrus. Produced with integrity, patience, and pride, for you.

DATE: 12/11/01

TO: Florida Department of State
Department of Corporations
Registration Section
409 E. Gaines Street
Tallahassee, FL 32399

900004720929-2
-12/12/01--01066--005
****155.00 ****155.00

FROM: Richard Minnich
805.373.1866 Voice
805.374.8486 FAX

SUBJECT: Registration of Foreign Corporation

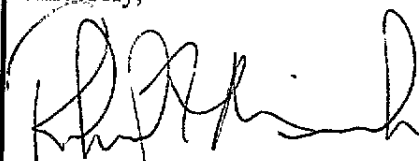
Dear Sir/Madam,

Enclosed is the application to register Vero-Best Organic Farms, LLC as a foreign corporation doing business in Florida. This limited liability corporation was originally registered in Nevada, March 15, 2001.

Enclosed are: the application by Foreign LLC for authorization to transact business in Florida, a current original Certificate of Good Standing from the Secretary of State of Nevada, the Certificate of Designation of Registered Agent, and a check for processing fees. The fees covered by this check are: \$100/filing fee, \$25/Designation of Registered Agent, and \$30/Certified Copy — totaling \$155.00.

We appreciate your assistance in registering this company, and if you have any questions feel free to call us at: Kevin Spooner or Richard Minnich at (561) 778-8188

Sincerely,



Richard Minnich, Managing Member
Vero-Best Organic Farms, LLC

FILED
DEC 12 PM 8:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN
LIMITED LIABILITY COMPANY TO TRANSACTIONS BUSINESS IN THE STATE OF FLORIDA:

1. Vero-Best Organic Farms, LLC

(Name of foreign limited liability company)

2. Nevada, USA

(Jurisdiction under the law of which foreign limited liability
company is organized)

3. 39-2043147

(FEI number, if applicable)

4. March 15, 2001

(Date of Organization)

5. Perpetual

(Duration: Year limited liability company will cease to
exist or "perpetual")

6. No business has been transacted at this time

(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))

7. 2605 82nd Avenue, Vero Beach, FL 32966

(Street address of principal office)

8. If limited liability company is a manager-managed company, check here ☒

9. The name and usual business addresses of the managing members or managers are as follows:

Richard T. Minnich, 2605 82nd Avenue, Vero Beach, FL 32966

Kevin Spooner, 2605 82nd Avenue, Vero Beach, FL 32966

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

10. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of records in the jurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted.)

11. Nature of business or purposes to be conducted or promoted in Florida: _____

Organic Produce, primarily Citrus: Growing, Marketing, Brokerage, Processing,


Signature of a member or an authorized representative of a member.

(In accordance with section 608.408(3), F.S., the execution of this document constitutes
an affirmation under the penalties of perjury that the facts stated herein are true.)

Richard T. Minnich, Managing Member

Typed or printed name of signee

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

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES,
THE UNDERSIGNED 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:

Vero-Best Organic Farms, LLC

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

Richard T. Minnich

(Name)

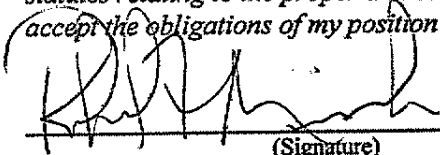
2605 82nd Avenue, Vero Beach, FL 32966

Florida street address (P.O. Box **NOT** ACCEPTABLE)

FL

(City/State/Zip)

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 as provided for in Chapter 608, F.S.

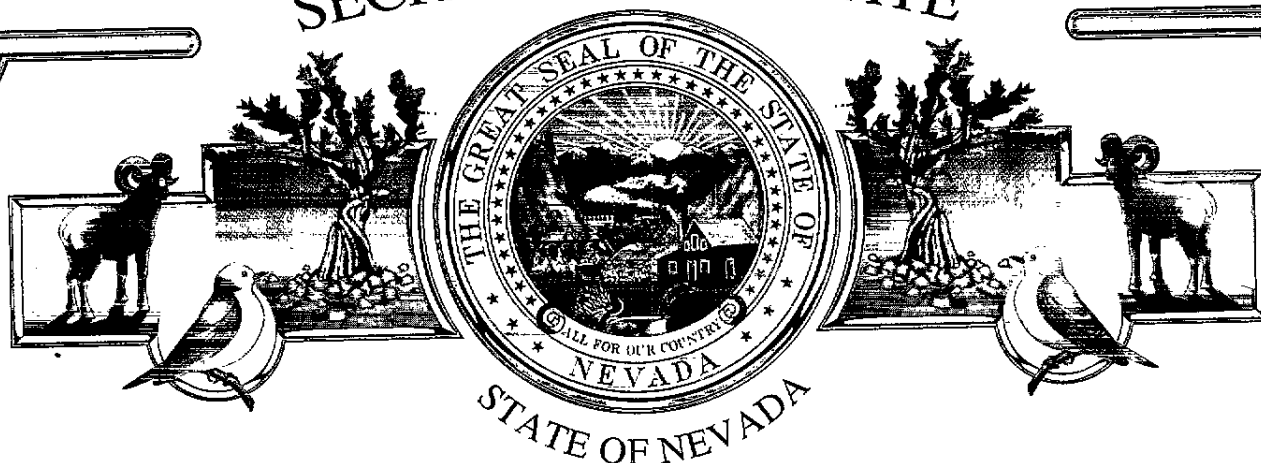


(Signature)

\$ 100.00	Filing Fee for Application
\$ 25.00	Designation of Registered Agent
\$ 30.00	Certified Copy (optional)
\$ 5.00	Certificate of Status (optional)

FILED
01 DEC 12 PM 3:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SECRETARY OF STATE



CERTIFICATE OF EXISTENCE WITH STATUS IN GOOD STANDING

I, DEAN HELLER, the duly elected and qualified Nevada Secretary of State, do hereby certify that I am, by the laws of said State, the custodian of the records relating to filings by corporations, limited-liability companies, limited partnerships, limited-liability partnerships and business trusts pursuant to Title 7 of the Nevada Revised Statutes which are either presently in a status of good standing or were in good standing for a time period subsequent of 1976 and am the proper officer to execute this certificate.

I further certify that the records of the Nevada Secretary of State, at the date of this certificate, evidence, **VERO-BEST ORGANIC FARMS, LLC**, as a limited liability company duly organized under the laws of Nevada and existing under and by virtue of the laws of the State of Nevada since March 15, 2001, and is in good standing in this state.

IN WITNESS WHEREOF, I have hereunto set my hand
and affixed the Great Seal of State, at my office, in
Carson City, Nevada, on December 4, 2001.

Dean Heller

Secretary of State

By -

Nita Hubbsman

Certification Clerk



FILED
DEC 12 PM 8:18
SECRETARY OF STATE
CLERK
NITA HUBBSMAN
FLORENCE