

P 07000074791

MARLOW WHITE
(Requestor's Name)

P-O BOX 1050
(Address)

TALLAH. FL 32302
(Address)

425-5000
(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

SOUTHERN PLANTERS, LAA
(Business Entity Name)

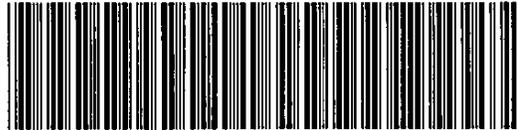
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LIMITED AGRICULTURAL
ASSOCIATION FOR PROFIT
PURSUANT TO 604, F.S.



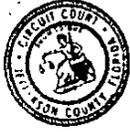
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CERTIFIED TRUE AND CORRECT COPY
KIRK B. REAMS
CLERK OF CIRCUIT COURT
JEFFERSON COUNTY, FLORIDA
BY *[Signature]*
D.C.



ARTICLES OF ASSOCIATION
OF
SOUTHERN PLANTERS, L.A.A.

IN THE PUBLIC RECORDS
OF JEFFERSON COUNTY, FL.
CLERK OF CIRCUIT COURT
2007 MAY 7 PM 3 49
FILED AND ENTERED

THE UNDERSIGNED hereby form a limited agricultural association for profit under Chapter 609 of the Florida Statutes, by hereby adopting the following Articles of Association subject to the approval of the Circuit Court in and for Jefferson County, Florida:

ARTICLE I

Name

The name of the limited agricultural association (hereinafter the "Association") shall be Southern Planters, L.A.A., whose principal place of business is 52 Nacoosa Road, Monticello, Florida 32344.

ARTICLE II

Business of the Company

This Association is authorized to conduct all lawful agriculturally related pursuits within and without the State of Florida; and, shall have all of the powers granted by the laws of the State of Florida to persons, partnerships and corporations for profit and not for profit so far as the same may be applicable to agriculture or livestock in all phases and the operations incident thereto not inconsistent with Sections 604.09 through 604.14, Florida Statutes.

ARTICLE III

Period of Duration

The period of duration for the Association shall be from the date that these Articles are recorded with the Clerk of the Circuit Court in and for Jefferson County, Florida, and continuing thereafter in perpetuity, unless terminated as provided in the Association Bylaws.

ARTICLE IV

Management Committee and Initial Officers

The Association's Management Committee shall consist of not less than three nor more than seven Members of the Association as from time to time determined by the Association Bylaws. The business of the Association is to be conducted by officers, who shall be Members of the Association, as from time to time determined by the Bylaws. The names and addresses of the initial Officers of the Association, all of whom are Members of the Association, are:

- | | | | |
|---------------------|---------------------|---------------------|---------------------|
| Fred Beshears | Robert Beshears | Halsey Beshears | Thad Beshears |
| P. O. Box 160 |
| Monticello FL 32345 | Monticello FL 32345 | Monticello FL 32345 | Monticello FL 32345 |

ARTICLE V

Limitation on Liability

No Member of the Association shall be held personally liable for any claim against, or the indebtedness and obligations of, the Association. Neither shall any Management Committee Member be liable to the Association or

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its other Members for monetary damages for an act or omission in the Management Committee Member's capacity as a manager, except that this Article V does not eliminate or limit the liability of a Management Committee Manager to the extent that the Management Committee Member is found liable for (i) a breach of the duty of loyalty to the Association or its Members; (ii) an act or omission not in good faith that constitutes a breach of duty of the Management Committee Member to the Association or an act or omission that involves intentional misconduct or a knowing violation of the law; (iii) a transaction from which the Management Committee Member received an improper benefit, whether or not the benefit resulted from an action taken within the scope of the Management Committee Members's office; or (iv) an act or omission for which the liability of the Management Committee Member is expressly provided by an applicable statute. Any repeal or amendment of this Article V by the Members of the Association shall be prospective only and shall not adversely affect any limitation on the liability of a Management Committee Member of the Association existing at the time of such repeal or amendment. In addition to the circumstances in which the Association's Management Committee Member is not liable is set forth in the preceding sentences, the Management Committee Member shall not be liable to the fullest extent permitted by any provision of the statutes of the State of Florida hereinafter enacted that further limits the liability of a management committee member of a limited agricultural association, a manager of a limited liability company or of a director of a corporation.

ARTICLE VI

Members Right to Continue Business

The right, if given, of the remaining Members of the Association to continue the business on the death, insanity 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 Association shall be as set forth in the Bylaws of the Association.

ARTICLE VII

Resident Office and Registered Agent

The Resident Office of the Company in this State shall be 385 North Jefferson Street, Monticello, Florida 32344 and the Registered Agent shall be T. Buckingham W. Bird at the same location.

ARTICLE VIII

Miscellaneous

The Management Committee Members, and their successors, shall be, and by these presents hereby are constituted and appointed the true and lawful attorneys-in-fact for the Members and their respective assignees, and each of them with full power and authority for them in their names to execute, acknowledge or swear to and file Amendments of these Articles of Association and other Association documents such as deeds, notes, mortgages, security instruments of any kind and nature, leases, contracts and such other instruments as may be necessary to carry on the business of the Association, provided that no such instrument shall result in the personal liability of any Member.

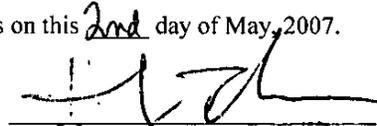
IN WITNESS WHEREOF, we execute these Articles on this 2nd day of May, 2007.



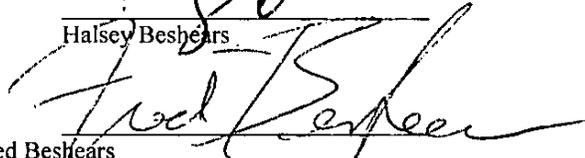
Robert Beshears



Thad Beshears



Halsey Beshears



Fred Beshears

ACKNOWLEDGEMENT BY ASSOCIATION MEMBERS

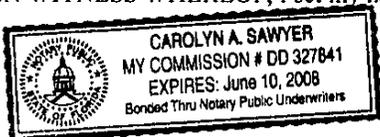
STATE OF FLORIDA

s. s. Monticello

COUNTY OF JEFFERSON

BEFORE ME, the undersigned authority, personally appeared ROBERT BESHEARS, HALSEY BESHEARS, THAD BESHEARS and FRED BESHEARS, each of whom, being well-known to me, although not taking an oath but being advised of the penalties of perjury, executed the foregoing Articles of Association of Southern Planters, L.A.A., in my presence and each declared that the three of them are the sole Members of the Association, that he executed the Articles of Association as a Member thereof for the purposes set forth therein.

IN WITNESS WHEREOF, I set my hand and official seal on this 2nd day of May, 2007.



Carolyn A. Sawyer

ACCEPTANCE OF DESIGNATION BY REGISTERED AGENT

HAVING BEEN NAMED to accept service of process for the above named limited agriculture association, at the place designated above, I hereby agree to act in such capacity, and further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Executed: May 2nd, 2007

Ti Buckingham Bird
Registered Agent
Ti Buckingham Bird

APPROVAL OF ARTICLES

UPON CONSIDERATION of the foregoing Articles of Association of Southern Planters, L.A.A., and finding them properly filed with the Clerk of the Circuit Court in the County within which the principal place of business of the Association is to be located; and, that the Articles of Association are for purposes authorized by law, the same are hereby approved. The Clerk shall record the Articles, together with this endorsement, and upon such recording the subscribers shall be a limited agricultural association for profit. Following said recording by the Clerk of the Court, a certified copy of the Articles shall be filed with the Florida Department of State in accordance with Section 604.11, Florida Statutes.

ORDERED, in Chambers, at Monticello, on this 25th day of May, 2007.

Robert R. Plante
Acting CIRCUIT JUDGE

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TALLAHASSEE, FLORIDA

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State of Florida



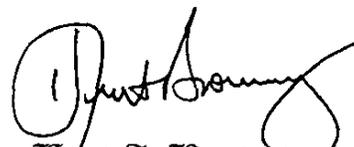
Department of State

I certify that the records of this office do not disclose a corporation by the name of SOUTHERN PLANTERS, LAA, foreign or domestic, active or dissolved.

Given under my hand and the
Great Seal of the State of Florida
at Tallahassee, the Capitol, this the
Twenty-third day of May, 2007



CR2EO22 (01-07)


Kurt S. Brotoning
Secretary of State