

Commonwealth of Massachusetts)
) ss.
County of Suffolk)

CERTIFICATE OF AUTHORITY

Hancock Natural Resource Group, Inc. ("HNRGI") certifies the following, to the best of its knowledge, information and belief on behalf of HNRGI and *Orange Farms LLC* ("Orange Farms"):

1. Orange Farms is a limited liability company organized under the laws of the State of Delaware and its member is the Orange County Employees Retirement System ("OCERS").
2. OCERS and HNRGI entered into an Agricultural Investment Advisory and Management Agreement dated March 29, 2011 ("IAMA") in which OCERS appointed HNRGI as advisor to provide Orange Farms (or its designated nominee) with certain agricultural real estate investment advisory and management services (the "Services").
3. OCERS is the sole owner of membership interests in Orange Farms, which owns real property devoted to various agricultural uses (the "Farms"). Orange Farms is OCERS's designated nominee to hold title to the Farms in accordance with the terms of the IAMA.
4. As part of the Services, OCERS has granted HNRGI the power, authority and discretion to acquire, lease, improve, develop repair, maintain operate and sell each of the Farms and to execute all documents reasonably required for the leasing and management of the Farms subject to and in accordance with the terms of the IAMA.
5. The IAMA permits HNRGI to provide some or all of the Services either directly or indirectly through one or more affiliates, agents, managers, sub-managers, master tenants or independent contractors.
6. Orange Farms and *Farmland Management Services* ("FMS") entered into a Master Lease dated as of April 1, 2011 ("Master Lease"), in which Orange Farms leased the Farms to FMS and under which Master Lease FMS is to operate and manage the Farms on behalf of Orange Farms. HNRGI executed the Master Lease on behalf of Orange Farms in HNRGI's capacity as manager of Orange Farms and in accordance with the IAMA.
7. The Natural Resource Investment Committee of HNRGI ("Committee") is charged with certain responsibilities and authority regarding the investments managed and/or overseen by HNRGI.
8. By vote of a quorum of the members of the Committee dated April 21, 1999 (the "Vote"), the Committee authorized a Senior Vice President, Vice President or other specified officers of HNRGI to authorize, by written designation, third-party managers, contract operators, or their designated, particular employees, to execute contracts, leases, land use permits or other agreements, subject to the terms, conditions and limitations as such officer of HNRGI may provide in such designation.
9. Oliver S. Williams IV is a Senior Vice President of HNRGI.
10. By written designation dated December 12, 2011, Oliver S. Williams IV authorized the President and Vice President of FMS, acting singly, to take the following actions:
 - (1) to execute operating contracts or agreements, leases and land use permits; and
 - (2) to establish reciprocal or other operating agreements or restrictions.

A copy of such written designation is attached as *Exhibit A*.

EXHIBIT A
WRITTEN DESIGNATION OF AUTHORITY

This WRITTEN DESIGNATION OF AUTHORITY is executed and effected pursuant to a vote of a quorum of the members of the Natural Resource Investment Committee (the "Committee") of *Hancock Natural Resource Group, Inc.* ("HNRGI") dated April 21, 1999 (the "Vote").

1. Orange Farms is a limited liability company organized under the laws of the State of Delaware and its member is the Orange County Employees Retirement System ("OCERS").
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9. Pursuant to authority granted in the Vote, I hereby authorize (a) Mark Hutson, Vice President of FMS, (B) Carl Evers, President of FMS and (c) David Baughman, Vice President of FMS, acting singly, to take the following actions pursuant to the Vote and on behalf of HNRGI and Orange Farms in connection with the Farms under and subject to the IAMA:
 - (a) to execute operating contracts or agreements, leases and land use permits; and
 - (b) to establish reciprocal or other operating agreements or restrictions.

11. The foregoing certifications and authorizations remain in full force and effect as of the date of this Certificate.

Executed as of the 12th day of December, 2011.

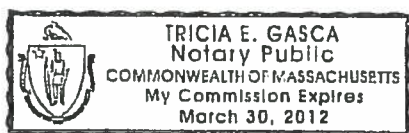
HANCOCK NATURAL RESOURCE GROUP, INC.

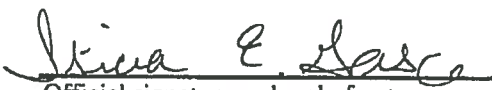
By: 
Name: Oliver S. Williams IV
Title: Senior Vice President

ACKNOWLEDGEMENT

Commonwealth of Massachusetts, ss.
County of Suffolk

On this 12th day of December, 2011, before me, the undersigned notary public, personally appeared Oliver S. Williams IV, proved to me through satisfactory evidence of identification, which was his Massachusetts Driver's License, to be the person whose name is signed on the preceding or attached document, and acknowledged to me that he signed it voluntarily for its stated purposes, as Senior Vice President of Hancock Natural Resource Group, Inc.




Official signature and seal of notary
Notary Public: Tricia E., Chalas
My Commission Expires: 2012

Orange Farms LLC_Certificate of Authority_Revised 12.12.11.DOC

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 - (a) to execute operating contracts or agreements, leases and land use permits; and
 - (b) to establish reciprocal or other operating agreements or restrictions.

10. The designation of authority granted in this Written Designation is limited to the extent the Master Lease or IAMA limit or restrict the authority of FMS or HNRGI to undertake or delegate particular actions and may be revoked or terminated at any time upon written notice of HNRGI.

Executed as of the 12th day of December, 2011.



Oliver S. Williams IV, in his capacity as Senior
Vice President of HNRGI and not individually

ACKNOWLEDGEMENT

Commonwealth of Massachusetts, ss.
County of Suffolk

On this 12th day of December, 2011, before me, the undersigned notary public, personally appeared Oliver S. Williams IV, proved to me through satisfactory evidence of identification, which was his Massachusetts Driver's License, to be the person whose name is signed on the preceding or attached document, and acknowledged to me that he signed it voluntarily for its stated purposes, as Senior Vice President of Hancock Natural Resource Group, Inc.





Official signature and seal of notary

Notary Public: Tricia E. Gasca
My Commission Expires: 2012

Orange Farms LLC Certificate of Authority Revised 12.12.11.DOC