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FILED IN OFFICE OF SECRETARY

OF STATE, STATE OF FLORIDA,

by [illegible], on Sept. 10, [illegible]

R. A. GRAY

SECRETARY OF STATE

LAW OFFICES
BRADLEY & JOHNSON
LAKE WALES, FLORIDA

RAWDON E. BRADLEY
B. ALEXANDER JOHNSON
RAWDON E. BRADLEY JR
W. THOMAS NELSON JR

TELEPHONE 3-1851
P.O. BOX 1288

September 9, 1959

RECEIVED
SEP 10 11 46 AM '59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Mr. R. A. Gray
Secretary of State
Tallahassee, Florida

Dear Sir:

Re: Griffin Concentrate Co.

We enclose Articles of Incorporation of Griffin Concentrate Co., together with a copy thereof which please certify and return to us.

Also enclosed is our check for $801.50 in payment of the following:

Charter	$ 792.50
Filing Fee	5.00
Certified copy of Articles	3.00
Resident Agent Fee	1.00
	$801.50

Very truly yours,

BRADLEY & JOHNSON

By Rawdon E. Bradley

REB/mas
Encls.

Charter 792.50
Filing 5.00
3.00
801.50
801.50

From thereof
BCR

APPROVED AND FILED
R. A. Gray

ARTICLES OF INCORPORATION
OF
GRIFFIN CONCENTRATE CO.

We, the undersigned, hereby associate ourselves together for the purpose of becoming incorporated and forming a corporation under and by virtue of the laws of the State of Florida, and do hereby make, subscribe, acknowledge and file in the office of the Secretary of State, State of Florida, the following Articles of Incorporation.

ARTICLE I

NAME OF CORPORATION

The name of this corporation shall be GRIFFIN CONCENTRATE CO.

ARTICLE II

GENERAL NATURE OF BUSINESS

The general nature of the business to be transacted by this corporation shall be as follows.

1. To plant, grow, cultivate, market and distribute all kinds of fruits, vegetables, nuts and produce, and to buy, store and sell all kinds of fruits, vegetables, nuts and produce; to purchase or lease, cultivate and develop, farms and farm lands, fruit orchards and fruit lands and all other kinds of real property; to buy, sell, import, export, cultivate, grow and produce oranges, lemons, grapefruit, tangerines, papayas, berries, citrus fruits, tropical fruits and products, and farm products and kindred produce of every nature and description and to transact all business incidental or pertinent thereto.

2. To engage in any activity in connection with the producing, marketing, selling, concentrating, preserving, growing, harvesting, drying, processing, manufacturing, canning, packing, grading, warehousing, storing, handling, hauling, transporting, shipping or utilizing of fruits and other agricultural products or in the manufacturing or marketing of the by-products thereof; or in any activities in connection with the manufacturing, purchasing,

hiring or using supplies, machinery or equipment or in the financing of any of the above enumerated activities.

3. To carry on the business of general warehousemen, and particularly to maintain, conduct and operate a cold storage warehouse, dry storage warehouses, bonded warehouses and common warehouses for the storage of merchandise, machinery, furniture, farm products and all other products and manufacturers and chattels and effects of all kinds, both of foreign or domestic production or manufacture.

4. To borrow money from any source without limitation as to amount of corporate indebtedness or liability, with authority to give any kind or form of obligation or security therefor; to issue, negotiate, transfer and sell warehouse receipts of any and all products owned by the corporation.

5. To carry on a general mercantile or merchandise business and to purchase, sell and deal in such goods, supplies and merchandise as are or may be sold in a general store.

6. To carry on any or all businesses as manufacturers, producers, merchants, either wholesale or retail, importers and exporters, generally, without limitation as to class of products and merchandise.

7. To operate and maintain stores, buildings, warehouses or wharves for the carrying on of any of the aforesaid lines of business.

8. To purchase, own, acquire, buy, mortgage, and lease, sell and otherwise dispose of real and personal property of every kind and nature; to take and give securities of every kind and character whatsoever for any unpaid balances thereon.

9. To deal generally in stocks, notes, bonds, loans and other securities of individuals and other companies and corporations organized under the laws of the State of Florida and elsewhere.

10. To purchase, acquire, own and hold stock of this corporation

and generally to have, hold and acquire all other property rights, powers, things and privileges that shall be incident, necessary or expedient for the conduct of any of said businesses; and generally to be vested with and have all the privileges and powers granted, or which may hereafter be granted, to corporations organized under the laws of Florida, and to do any or all things hereinabove set forth to the same extent as a co-partnership or natural person might or could do.

11. The foregoing paragraphs shall be construed as enumerating both objects and powers of the corporation, and it is hereby expressly provided that the foregoing enumeration of specific powers shall not be held to limit or restrict in any manner the powers of this corporation.

ARTICLE III

AMOUNT AND NATURE OF STOCK

The capital stock of this corporation shall consist of One Hundred Thousand (100,000) shares of common stock without nominal or par value. All or any part of said capital stock, including the stock subscribed for by the subscribing incorporators, may be payable in or issued for the purchase of property, labor or services at a just valuation thereof to be fixed by the Board of Directors at a meeting to be called for that purpose, and all such capital stock shall be issued and paid for at such times and upon such terms and conditions as the Board of Directors may determine. No stockholder shall have any preemptive or prior right to purchase any shares of stock offered for sale at any time.

ARTICLE IV

AMOUNT OF CAPITAL WITH WHICH TO BEGIN BUSINESS

The amount of capital with which this corporation will begin business is not less than One Thousand Dollars ($1,000.00) and the proceeds of the stock subscribed for herein will be at least as much as the amount necessary to begin business.

ARTICLE V

CORPORATE EXISTENCE

The corporation shall exist perpetually, unless sooner dissolved according to law.

ARTICLE VI

PRINCIPAL PLACE OF BUSINESS

The principal office of this corporation shall be in the City of Frostproof, Florida, and its business shall be conducted in the State of Florida and other States of the United States, and in foreign countries whenever necessary and convenient.

ARTICLE VII

OFFICERS AND DIRECTORS

The business of said corporation shall be conducted by a President, one or more Vice-Presidents, a Secretary-Treasurer, and a Board of Directors of not less than three members. The number of the first Board of Directors shall be five, but said number may be increased or diminished at any time by the by-laws, provided there shall always be three members.

ARTICLE VIII

NAMES AND ADDRESSES OF DIRECTORS AND OFFICERS

The names and post-office addresses of the first Board of Directors and the first Officers who shall hold office for the first year of the corporation's existence, or until their successors are elected and qualified, are as follows:

NAME:	POST-OFFICE ADDRESS:	OFFICE:
B. H. Griffin, Jr.	Frostproof, Florida	President and Director
Clyde Young	C/o Griffin Canners Incorporated, Bartow, Fla.	Vice-President and Director
Laura Frances Griffin	Frostproof, Florida	Vice-President and Director
John Giddens, Jr.	Frostproof, Florida	Vice-President and Director
James E. Redd	Frostproof, Florida	Secretary-Treasurer and Director

ARTICLE IX

NAMES AND ADDRESSES OF STOCKHOLDERS

The names and post-office addresses of the subscribing incorporators, together with the number of shares subscribed by each, are as follows:

NAME:	POST-OFFICE ADDRESS:	NUMBER OF SHARES:
B. H. Griffin, Jr.	Frostproof, Florida	[illegible]
Clyde Young	C/o Griffin Canners, Incorporated, Bartow, Florida	1
Laura Frances Griffin	Frostproof, Florida	1
John Giddens, Jr.	Frostproof, Florida	1
James E. Redd	Frostproof, Florida	1

ARTICLE X

DIRECTORS' AUTHORITY

The Directors of said corporation shall make and adopt such by-laws as they deem necessary. Said by-laws may be amended, altered or changed by the Board of Directors, or by the Stockholders in the manner prescribed or authorized by law.

IN WITNESS WHEREOF, the subscribing incorporators have each hereunto set his hand and seal this 31st day of August, A. D., 1959.

Signed in the Presence of:

R C Beasley

[illegible] Smith

B H Griffin Jr (SEAL)
B. H. Griffin, Jr.

Clyde Young (SEAL)
Clyde Young

Laura Frances Griffin (SEAL)
Laura Frances Griffin

John Giddens Jr (SEAL)
John Giddens, Jr.

James E. Redd (SEAL)
James E. Redd

STATE OF FLORIDA)
)
COUNTY OF P O L K)

BEFORE ME personally appeared B. H. GRIFFIN, JR., CLYDE YOUNG, LAURA FRANCES GRIFFIN, JOHN GIDDENS, JR., and JAMS E. REDD, each and every one of whom are to me well known and known to me to be the persons described in and who subscribed the foregoing Certificate of Incorporation, and they severally acknowledged to and before me that they executed the same freely and voluntarily for the uses and purposes therein expressed.

WITNESS my hand and official seal at Lake Wales, Polk County, Florida, this 31st day of August, A. D., 1959.

Marguerite Smith
Notary Public
State of Florida at Large

My Commission Expires: 6-28-61

No. [illegible]

NAME

Griffin Concentrate Co
Frostproof, Fla.

FILED IN THE OFFICE OF
SECRETARY OF STATE
OF FLORIDA

10-7-1959

R. A. GRAY
SECRETARY OF STATE

BY [illegible]

Fee paid - Sept. 10, 1959

RECEIVED
OCT 7 8 46 AM '59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA

OFFICE

SECRETARY OF STATE

Certificate Designating Place of Business or Domicile for the Service of Process Within This State, Naming Agent Upon Whom Process May Be Served and Names and Addresses of the Officers and Directors.

In pursuance of Chapter 47.34, Florida Statutes 1953, the following is submitted in compliance with said Act:

First—That GRIFFIN CONCENTRATE CO.

a corporation duly organized and existing under the laws of the State of Florida

with its principal place of business at City of Frostproof

County of Polk State of Florida

has designated and established ________ (Street or building)

City of Frostproof County of Polk

State of Florida, as its place of business or domicile for the service of process within this State, and named as its agent JAMES E. REDD to accept service of process.

OFFICERS: AFFIX TITLES:

NAME		SPECIFIC ADDRESS
Pres. & Director	B. H. Griffin, Jr.	Frostproof, Florida
Vice-Pres & Director	Clyde Young	C/o Griffin Canners, Inc. Bartow, Florida
Vice-Pres & Director	Laura Frances Griffin	Frostproof, Florida
Vice-Pres & Director	John Giddens, Jr.	Frostproof, Florida
Secretary-Treasurer and Director	James E. Redd	Frostproof, Florida

DIRECTORS:

NAME	SPECIFIC ADDRESS
B. H. Griffin, Jr.	Frostproof, Florida
Clyde Young	C/o Griffin Canners, Inc. Bartow, Florida
Laura Frances Griffin	Frostproof, Florida
John Giddens, Jr.	Frostproof, Florida
James E. Redd	Frostproof, Florida

GRIFFIN CONCENTRATE CO.

By James E. Redd

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

James E. Redd

It is necessary to file this certificate within thirty days after filing Certificate of Incorporation, as to domestic Corporations and within thirty days after issuance of permit to foreign corporations, and thereafter only when corporation has changed its place of business or agent.

Filing Fee, $1.00

No. 8-27835-B

Tax for Years

pt yr 1960

CORPORATION REPORT AND TAX RETURN OF

Griffin Concentrate Co

[redacted]

P. O. ADDRESS ____________________

(Do not write below this line)

Filed in the office of the Secretary of State of the State of Florida, this ____________ day of ____________________ A. D. 19______

____
Secretary of State.

[illegible] PRINTING COMPANY, TALLAHASSEE, FLORIDA

Form D. C. T. R.—For Domestic Corporations

AUG 1960

Date Rec. JUN 1960

Amt. Rec.

Corporation Report and Tax Return

to the

Secretary of State of Florida

as required by Chapter 608, Florida Statutes

Make check payable and mail to Secretary of State, Tallahassee, Florida. This report is due on or before July 1st of each year.

1. NAME GRIFFIN CONCENTRATE CO.
(Give correct name)
2. ADDRESS P. O. BOX 127, Frostproof, Florida Polk
(of the principal place of business (Town) (County)
3. ADDRESS Same
(where receipt for this payment is to be mailed)
4. NAME OF RESIDENT AGENT B. H. Griffin, Jr. ADDRESS Frostproof, Florida
5. NAMES AND ADDRESSES OF OFFICERS:

NAME	TITLE	ADDRESS
B. H. Griffin, Jr.	President	Frostproof, Fla.
Laura F. Griffin	Vice-President	Frostproof, Fla.
Clyde Young	Vice-President	Winter Haven, Fla.
John Giddens, Jr.	Vice-President	Avon Park, Fla.
James E. Redd	Secretary-Treasurer	Frostproof, Fla.

6. NAMES AND ADDRESSES OF DIRECTORS (law requires at least (3) Directors)

NAME	ADDRESS
B. H. Griffin, Jr.	Frostproof, Fla.
Laura F. Griffin	Frostproof, Fla.
Clyde Young	Winter Haven, Fla.
John Giddens, Jr.	Avon Park, Fla.
James E. Redd	Frostproof, Fla.

CAPITAL STOCK STATEMENT

7. Total AUTHORIZED Capital Stock:

_____ Shares of par value of $_____ each.

100,000 Shares without nominal or par value.

OUTSTANDING Capital Stock

8. _____ Shares of the par value of $_____ each. $_____

52,004 Shares without nominal or par value (actual) $ 104,008.00

Total OUTSTANDING capital stock $ 104,008.00

NO PAR value shares are presumed to have a value of four $100.00 per share, but report should be accompanied by a brief financial statement showing actual value, including surplus which has become a part of invested capital.

Only one (1) report necessary where more than one (1) year's tax is paid at the time of filing.

9. Date of last meeting of Directors October, 1959.

Is corporation active? Yes If inactive, state how long _____

Is the purpose of the corporation to begin business in the future? _____

10. We the undersigned, certify the above statement of facts to be true and correct as shown by our books

GRIFFIN CONCENTRATE CO. (Corporate Seal)

BY: [signature] Attest: [signature]
By President or Vice-President Secretary

11. General nature of business engaged in Processing & selling of citrus frozen juice
12. Date incorporated 9-10-59

STATE OF FLORIDA
COUNTY OF Polk

Personally appeared before me B. H. Griffin, Jr. who deposes and says that he executed this certificate for and in behalf of said corporation and that the statement herein contained is true and correct to the best of his knowledge and belief.

Sworn to and subscribed before me this 22 day of June 1960.

(Notary Seal) [signature]
Signature of Officer taking acknowledgement

ORIGINAL Tear apart. Send in only the original. Keep COPY for your files.

PLEASE PRINT OR TYPE AND IT IS DESIRABLE THAT EACH APPLICABLE QUESTION BE ANSWERED.

No. B-27835-C

Tax for Years

1961

CORPORATION REPORT AND

TAX RETURN OF

Griffin Concentrate Co.

P. O. ADDRESS

(Do not write below this line)

Filed in the office of the Secretary of State of

the State of Florida, this

day of

A. D. 19

Secretary of State.

BULKLEY NEWMAN, TALLAHASSEE—40419

Form D. C. T. R.—For Domestic Corporations

Corporation Report and Tax Return

to the

Secretary of State of Florida

as required by Chapter 608, Florida Statutes

Date Rec. ______

Amt. Rec. ______

Make check payable and mail to Secretary of State, Tallahassee, Florida. This report is due on or before July 1st of each year. Amount remitted with this report $ 100.00

1. NAME GRIFFIN CONCENTRATE CO.
Give correct name

2. ADDRESS Frostproof Polk
of the principal place of business (Town) (County)

3. ADDRESS P.O.Box 127, Frostproof, Florida
where receipt for this payment is to be mailed

4. NAME OF RESIDENT AGENT B. H. Griffin, Jr. ADDRESS Frostproof, Florida

5. NAMES AND ADDRESSES OF OFFICERS:

NAME	TITLE	ADDRESS
B. H. Griffin, Jr.	President	Frostproof, Fla.
Clyde Young	Vice President	Bartow, Fla.
James E. Redd	Secretary-Treasurer	Frostproof, Fla.

6. NAMES AND ADDRESSES OF DIRECTORS (law requires at least (3) Directors)

NAME	ADDRESS
B. H. Griffin, Jr.	Frostproof, Fla.
Clyde Young	Bartow, Florida
James E. Redd	Frostproof, Fla.

CAPITAL STOCK STATEMENT

7. Total AUTHORIZED Capital Stock:

______ Shares of par value of $______ each.

100,000 Shares without nominal or par value.

OUTSTANDING Capital Stock

8. ______ Shares of the par value of $______ each. $______

52,004 Shares without nominal or par value (actual) $ 114,762.95

Total OUTSTANDING capital stock $______

NO PAR value shares are presumed to have a value of at least $100.00 per share, but report should be accompanied by a brief financial statement showing actual value, including surplus which has become a part of invested capital.

Only one (1) report necessary where more than one (1) year's tax is paid at the time of filing.

9. Date of last meeting of Directors September 1960

Is corporation active? Yes If inactive, state how long ______

Is the purpose of the corporation to begin business in the future? ______

10. We the undersigned, certify the above statement of facts to be true and correct as shown by our books.

(Corporate Seal)

B H Griffin Attest James E Redd
President Secretary

11. General nature of business engaged in Processing and marketing Frozen Citrus Products

12. Date incorporated October 10, 1959

STATE OF FLORIDA
COUNTY OF POLK

Personally appeared before me B. H. Griffin, Jr. who deposes and says that he executed this certificate for and in behalf of said corporation and that the statement herein contained is true and correct to the best of his knowledge and belief.

Sworn to and subscribed before me this 27 day of ______ 19__

(Notary Seal) Notary Public, State of Florida at large

Frances L. Fernandez
Signature of Officer taking acknowledgment

ORIGINAL. Tear apart. Send in only the original. Keep COPY for your files.

PLEASE PRINT OR TYPE AND IT IS DESIRABLE THAT EACH APPLICABLE QUESTION BE ANSWERED.

B 77535 - d

GRIFFIN CONCENTRATE CO.

MERGER AGREEMENT among GRIFFIN CONCENTRATE CO., BEN HILL GRIFFIN, INC., GRIFFIN CANNERS, INCORPORATED, GRIFFIN CITRUS SERVICE COMPANY. GRIFFIN FRUIT CO., GRIFFIN LANDS, INC., GRIFFIN GROVES, INC., GRIFFIN & SMITH, INC., and GRIFFIN PROPERTIES, INC. all Florida corps, merging under the name of GRIFFIN

CONCENTRATE CO., the surviving corp., with cap of 550,000 com NPV, changing name to BEN HILL GRIFFIN, INC., & amend charter.

FILED IN OFFICE OF SECRETARY

OF STATE, STATE OF FLORIDA,

by MEC, on Aug. 1, 1961

TOM ADAMS

SECRETARY OF STATE

THE ATTACHED MERGER AGREEMENT MUST NOT BE FILED UNTIL TELEPHONE OKAY HAS BEEN RECEIVED FROM HOLLAND, BEVIS, McRAE & SMITH OF BARTOW.

It is expected that this telephone okay will be on either March 1, 1961 or April 1, 1961.

This agreement does not increase the authorized capital stock so the filing fee is $10. A copy, attached, is to be certified. Thus, the check for $13 payable to the Secretary of State. Send certified copy to Holland, Bevis, McRae & Smith, P. O. Box 1068, Bartow, Florida. If there are questions, telephone Bill Henry, collect, Bartow 533-4141.

The blue covers show which is the original and which is the copy to be certified.

LAW OFFICES

HOLLAND, BEVIS & SMITH

BARTOW, FLORIDA

Spessard L. Holland
William F. Bevis
Chesterfield H. Smith
Henry M. Kittleson
William O. E. Henry
Stephen H. Grimes
Warren C. Hollis
Wofford H. Stidham
Roy A. Craig, Jr.
Helen Carey Ellis
Harry M. Sawyer, Jr.

P. O. Box [illegible]
Telephone [illegible]

July 27, 1961

RECEIVED
AUG 1 3 35 PM '61
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The Honorable Tom Adams
Secretary of State
State of Florida
Tallahassee, Florida

Attention: Mrs. H. Tonge, Chief Clerk

Dear Sir:

This will confirm our telephone conversation of July 26th with your chief clerk concerning the filing of an agreement of merger dated January 7, 1961 between Griffin Concentrate Co., Ben Hill Griffin, Inc., et al., which heretofore was delivered to your office.

✓ The agreement of merger should be filed of record in your office on Tuesday, August 1, 1961 at the last possible moment on that date unless we advise you to the contrary between now and then.

We appreciate your handling this matter for us in this manner.

C. TAX	
FILING	10.00
R. AGENT FEE	
C. COPY	3.00
TOTAL	13.00
R. [illegible]	13.00
[illegible]	
REFUND	

Sincerely yours,

William O. E. Henry

William O. E. Henry

WOEH/jo

cc: Mr. ~~James E.~~ Redd
Griffin Concentrate Co.
P. O. Box 127
Frostproof, Florida

P.S. capital stock taxes will be taken care of upon filing by Mr. Redd.
WOEH

LAW OFFICES

HOLLAND, BEVIS & SMITH

BARTOW, FLORIDA

March 23, 1961

The Honorable Tom Adams
Secretary of State
Tallahassee, Florida

Attention: Mrs. Tonge

RECEIVED
AUG 1 3 32 PM '61
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Re: Agreement of Merger dated January 7, 1961 between Griffin Concentrate Co., Ben Hill Griffin, Inc., et al.

Dear Mr. Adams:

My partner, Chesterfield H. Smith, left the original and one copy of the above merger agreement in your office with Mrs. Tonge for either filing on April 1 or for returning to us when so advised by telephone by either me or Mr. Smith.

We have discovered a typographical error in this agreement and we would appreciate your making the necessary correction on the agreement before it is filed. This letter constitutes your authority to make this change.

On page 10 near the top of the page there is the figure "675.". This figure should be changed to "67.5".

We appreciate your handling this matter for us and we would appreciate your confirming that the change has been made.

We note on our calendar that April 1 falls on a Saturday and we would appreciate your advising us if you are going to be open on that date.

Sincerely yours,

William O. E. Henry

William O. E. Henry

WOEH/jo

March 27, 1961

Messrs. Holland, Bevis and Smith
Attorneys at Law
P. O. Box 1068
Bartow, Florida

Attention: Honorable William O. E. Henry

Dear Sir:

I am in receipt of your letter of March 23rd regarding a typographical error in the Agreement of Merger dated January 7, 1961, between GRIFFINGCONCENTRATE CO., BEN HILL GRIFFIN, INC. et al.

As requested, the correction has been made on page 10 near the top of the page changing the figure "675." to "67.5".

This office is not officially open on Saturdays, However, a small group of employees are here for a few hours each Saturday. If you wish the Agreement to be filed on that date I shall be glad to do so upon your advise.

Sincerely,

TOM ADAMS,
Secretary of State.

By: ______________
Chief Clerk.

/gb

MERGER AGREEMENT

AGREEMENT OF MERGER, dated as of January 7, 1961, between the following nine Florida corporations: GRIFFIN CONCENTRATE CO., (herein sometimes called "Concentrate"); BEN HILL GRIFFIN, INC., (herein sometimes called "Griffin"); GRIFFIN CANNERS, INCORPORATED, (herein sometimes called "Canners"); GRIFFIN CITRUS SERVICE COMPANY, (herein sometimes called "Service"); GRIFFIN FRUIT CO., (herein sometimes called "Fruit"); GRIFFIN LANDS, INC., (herein sometimes called "Lands"); GRIFFIN GROVES, INC., (herein sometimes called "Groves"); GRIFFIN & SMITH, INC., (herein sometimes called "Smith"); and GRIFFIN PROPERTIES, INC., (herein sometimes called "Properties"); (all nine corporations being herein sometimes collectively called "constituent corporations"); and between the holders of a majority of the voting stock of each of the constituent corporations (herein sometimes called "Holders").

BACKGROUND: The dates of incorporation, the amounts of authorized capital stock, and the amounts of issued and outstanding stock of the constituent corporations are as follows:

Corporation	Date of Incorporation	Authorized Capital Stock	Shares Outstanding
✓ Concentrate	September 10, 1959	100,000 shares no par value	52,004
Griffin	July 27, 1948	100 shares no par value	53
✓ Canners	September 2, 1954	500 shares $100 par value	500
✓ Service	September 22, 1944	100 shares no par value	100

Fruit	September 8, 1955	500 shares $100 par value	252
Lands	December 31, 1958	300 shares no par value	40
Groves	March 1, 1949	300 shares no par value	100
Smith	March 30, 1959	40,000 shares $1 par value	40,000
Properties	December 12, 1960	50 shares no par value	50

All authorized capital stock is common stock. Fruit was originally named R S Fruit Co. but by amendment to its articles of incorporation effective July 5, 1960 the name was changed to Griffin Fruit Co. Holders desire to merge the constituent corporations into Concentrate (herein sometimes also called "continuing corporation") and, at stockholders' meetings held pursuant to Section 608.11, Florida Statutes, Holders designated B. H. Griffin, Jr. to sign this agreement for them under the corporate seals of the constituent corporations, all in accordance with Section 608.20, Florida Statutes. The constituent corporations are engaged in various phases of the citrus business and this merger would improve the efficiency and potential profitability of the continuing corporation in conducting those same businesses. The stockholders of the constituent corporations are substantially the same persons and they shall continue as stockholders of the continuing corporation. To simplify the mechanics of the merger, the stockholders of Concentrate shall exchange their 52,004 issued and outstanding shares of common stock with no par value solely for 260 shares of common stock with no par value of Concentrate, an exchange ratio of 200 for 1, before the effective date of the merger. The name of the

(c) To conduct business in, to have one or more offices in, and to buy, hold, mortgage, sell, convey, lease, or otherwise dispose of real and personal property, including franchises, patents, copyrights, trademarks, and licenses in, the State of Florida and in all other states, territories, possessions and countries.

(d) To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness, and execute such mortgages, transfers of corporate property, or other instruments to secure the payment of corporate indebtedness as required.

(e) To purchase the corporate assets of any other corporation and engage in the same or other character of business.

(f) To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge, or otherwise acquire or dispose of the shares of the capital stock of, or any bonds, securities, or other evidences of indebtedness created by any other corporation of the State of Florida or any state or government, and while owner of such stock to exercise all the rights, powers and privileges of ownership, including the right to vote such stock.

(g) The foregoing clauses shall be construed both as purposes and powers; and it is hereby expressly provided that the foregoing enumeration of specific powers shall not be held to limit or restrict in any manner the powers of the continuing corporation.

3. <u>Capitalization of continuing corporation</u>. The maximum number of shares of stock that the continuing corporation is authorized to have outstanding at any one time is 550,000 shares of common stock having no par value. The amount of capital with which the continuing corporation will begin business shall be the aggregate value of consideration received for all no par value stock to be outstanding when the merger is completed, which sum shall be more than $500. After the merger is completed, the consideration to be paid for each share shall be as fixed by the board of directors of the continuing corporation, and may take the form of services rendered, cash, property, or any other form deemed satisfactory by the board of directors. The holders of the stock of the continuing corporation shall have no pre-emptive right, as such holders, to purchase any shares which may at any time be sold or offered for sale by the continuing corporation.

4. <u>Directors</u>. The continuing corporation shall have seven directors upon completion of the merger. The number of directors may be increased or diminished from time to time by the by-laws, but shall never be less than three. The directors of this corporation need not be stockholders.

(a) The names and post office addresses of the members of the first board of directors of the continuing corporation are as follows:

Name	Address
Ben Hill Griffin, Jr.	Frostproof, Florida
Laura Frances Griffin	Frostproof, Florida
Clyde Young	c/o Griffin [illegible], Inc., Mulberry Road, Bartow, Florida

John Giddens, Jr.	Frostproof, Florida
James E. Redd	Frostproof, Florida
R. L. Padgett	Frostproof, Florida
Chesterfield H. Smith	P. O. Box 1068 Bartow, Florida

They shall hold office until their successors are elected or appointed and have qualified.

(b) Any contract or other transaction between the continuing corporation and one or more of its directors, or between the continuing corporation and any firm of which one or more of its directors are members or employees, or in which they are interested, or between the continuing corporation and any corporation or association of which one or more of its directors are shareholders, members, directors, officers, or employees, or in which they are interested, shall be valid for all purposes, notwithstanding the presence of such director or directors at the meeting of the board of directors of the continuing corporation, which acts upon, or in reference to, such contract or transaction, and notwithstanding his or their participation in such action, if the fact of such interest shall be disclosed or known to the board of directors and the board of directors shall, nevertheless, authorize, approve and ratify such contract or transaction by vote of a majority of the directors present, such interested directors or director to be counted in determining whether a quorum is present, but not to be counted in calculating the majority necessary to carry such vote. This provision shall not be construed to invalidate any contract or other transaction which would otherwise be valid under the common and statutory law applicable thereto.

(c) The directors of the continuing corporation may, but shall not be required to, submit any contract or transaction for approval at any annual meeting of the stockholders called for that purpose; and any contract or transaction so approved by a majority vote of a quorum of the stockholders at such meeting shall be binding upon the corporation and all its stockholders, whether or not the contract or transaction would otherwise be subject to attack because of the interest of any of the directors of the corporation for any other reason.

(d) The board of directors may indemnify directors and officers against liability for their good faith acts and omissions.

(e) The board of directors of the continuing corporation is hereby specifically authorized to make provision for reasonable compensation to its members for their services as directors, and to fix the basis and conditions upon which such compensation shall be paid. Any director of the corporation may also serve the corporation in any other capacity and receive compensation therefor in any form.

(f) Vacancies in the board of directors, other than vacancies created by removal or by an increase in the number of directors, shall be filled by the directors remaining in office. Vacancies created by removal or by an increase in the number of directors shall be filled by the stockholders.

(g) The board of directors may exercise such other powers of the continuing corporation which are not inconsistent with the provisions of this agreement or with any by-laws which may be adopted by the stockholders.

5. Restrictions on transfer of stock. No issued and outstanding stock in this corporation shall be transferred to a person who is not already a stockholder unless the stock shall have first been offered for sale to each of the other stockholders of this corporation at the same price and on the same terms as contained in a bona fide offer received by the stockholder desiring to transfer stock. The offer shall be in writing and shall set forth the price and terms and shall be sent by registered mail to each stockholder at the address listed on the corporation books, and to the corporation. The right to transfer the stock shall not exist until all existing stockholders refuse the offer made as provided above or until they fail for a period of 30 days after receipt of the written offer to accept same by compliance with the terms therein set forth. Within such 30-day period, some of the stockholders or the corporation may accept the offer, with the accepting stockholders having the right to purchase the stock on a pro rata basis among themselves, and the corporation having the right to purchase the stock if the stockholders do not. Regulations as to the formalities and procedure to be followed in effecting the transfer shall be prescribed in the by-laws of this corporation. This provision may be rescinded, terminated, and cancelled (either permanently or for a specified period of time) at any annual or special meeting of the stockholders by a

two-thirds vote of all shares issued and outstanding and entitled to vote. The board of directors of the continuing corporation may further restrict the transfer of stock by adopting such restrictions in the by-laws. Each certificate of stock issued by the continuing corporation shall contain a brief reference that transfer of the stock may be restricted by provisions of this agreement or in the by-laws.

6. Conversion of shares. The manner and basis of payment for the shares of each of the constituent corporations and the manner of converting the shares of each of the constituent corporations into the shares of the continuing corporation shall be as follows:

(a) Immediately upon the effective date of the merger, the issued and outstanding shares of stock of each of the constituent corporations (except Concentrate), ipso facto, without any action on the part of the holders thereof, shall automatically become and be converted into stock of the continuing corporation at the rates specified below; and each outstanding certificate representing shares of stock of the constituent corporation shall thereupon be deemed for all corporate purposes to evidence the ownership of the number of fully-paid, non-assessable shares of stock of the continuing corporation into which such shares of stock of the constituent corporation shall have been so converted:

Number of shares in a constituent corporation . . .		. . . which are converted into this number of shares of the continuing corporation
Name	Number	
Griffin	1	1[illegible]
Canners	1	3.9
Service	1	6.25

Fruit	4	[illegible]
Lands	1	2[illegible].
Groves	1	32.5
Smith	150	1.
Properties	1	67.5

(b) Immediately upon the effective date of the merger, the shares of stock of Smith owned and held by Griffin shall cease to exist and shall be deemed cancelled, retired and eliminated, and no shares of stock of the continuing corporation shall be issued in respect thereof.

(c) Immediately upon the effective date of the merger, the issued and outstanding shares of stock of Concentrate shall be deemed shares of stock of the continuing corporation.

(d) After the effective date of the merger and on or after the date fixed for such purpose by the board of directors of the surviving corporation, each holder of an outstanding certificate or certificates representing stock of the constituent corporations (except Concentrate) shall surrender the same to the continuing corporation, and such holder shall thereupon be entitled to receive in exchange a certificate or certificates representing the number of shares of stock of the continuing corporation into which the shares of stock represented by the certificate or certificates so surrendered shall have been converted. At the option of the board of directors of the continuing corporation, certificates of Concentrate may be amended to state the name and authorized capital of the continuing corporation, or holders of such certificates may surrender the same and be issued therefor certificates of the continuing corporation, each share of Concentrate being the same as one share of the continuing corporation.

7. Terms and conditions of merger. The terms and conditions of the merger are as follows:

(a) The by-laws of Concentrate, as they shall exist on the effective date of the merger, [illegible] be the by-laws of the continuing corporation [illegible] altered, amended, or repealed as therein [illegible]

(b) The present officers [illegible] shall be and remain the officers of the continuing corporation and shall hold office until their [illegible] successors shall be elected or appointed and shall qualify. The board of directors of the continuing corporation, if it so elects, may hold a special election of officers of the continuing corporation within sixty days after the effective date of the merger.

(c) The continuing corporation [illegible] to have perpetual existence.

(d) The post office address of the principal office of the continuing corporation [illegible] Florida is Scenic Highway, P. O. Box [illegible], [illegible], Florida. The board of directors of the continuing corporation may from time to time move the principal office to any other address in Florida, and may from time to time establish branch offices at any place.

(e) The fiscal year of Concentrate which begins November 1 and ends October 31 [illegible] the fiscal year of the continuing corporation until changed by its board of directors.

(f) The continuing corporation shall [illegible] all the expenses of carrying this agreement into effect and of accomplishing this merger.

(g) None of the constituent corporations shall issue or sell, or issue rights to subscribe to, any shares of its capital stock prior to the effective date of the merger, nor shall any of the constituent corporations declare or pay any dividends prior to the effective date of the merger, except that the stockholders of Concentrate shall make the exchange referred to in the background premises.

(h) None of the constituent corporations shall incur, prior to the effective date of the merger, any obligation not within the express contemplation of this agreement, whether by contract or otherwise, except pursuant to existing agreements and arrangements and except in the ordinary course of business, nor dispose of any material portion of its business or property.

(i) Upon the effective date of the merger, the separate existence of the constituent corporations (except Concentrate) shall cease, and the constituent corporations shall become a single Florida corporation merged into Concentrate in accordance with this agreement, possessing all the rights, privileges, powers, franchises, whether or not by their terms assignable, and immunities, as well as of a public or private nature, and properties, real, personal and mixed belonging to all the constituent corporations, however acquired. All rights of creditors and all liens upon the property of the constituent corporations shall be preserved unimpaired, [illegible] the property affected by such liens at [illegible] the merger, and all debts, contracts, [illegible] obligations, and duties of the respective constituent [illegible] shall thenceforth attach to the continuing corporation, and may be enforced against it to the extent as if they had been incurred or controlled by it.

(j) If, at any time the continuing corporation shall consider or be advised that any further assignments or assurances in law or any things are necessary to vest in the continuing corporation, according to the terms hereof, the title to any property or rights of any of the constituent corporations, the proper officers and directors of such constituent corporation shall and will execute and make all such proper assignments and assurances and do all things necessary or proper to vest title in such property or rights in the continuing corporation, and otherwise to carry out the purposes of this agreement.

(k) Upon the effective date of the merger, the assets and liabilities of the constituent corporations shall be carried on the books of the continuing corporation at the amounts at which they shall respectively be carried on such date on the books of the constituent corporations, subject to such intercompany adjustments or eliminations as may be required to give effect to the merger. The capital stock of the continuing [illegible] be issued to its stockholders in accordance with paragraph 6 of this agreement.

(l) This agreement may [illegible] and the merger herein provided for [illegible] any or all of the constituent corporations [illegible] prior to the effective date.

8. <u>Effective date of merger.</u>

(a) This agreement shall [illegible] the stockholders of record of [illegible] corporations, and adopted by such [illegible] secretary of each constituent [illegible] such stockholder approval; the [illegible] of each constituent corporation [illegible] ledge this agreement; and the agreement [illegible] in the office of the secretary [illegible] Florida and the proper fees and [illegible] secretary of state; [illegible] 608.20(2), Florida Statutes.

(b) Upon such [illegible], the merger herein provided for shall be [illegible] at the opening of business on the date of [illegible], and that date shall be the "effective date" [illegible].

9. <u>Right to amend certificate [illegible].</u> This agreement of merger shall [illegible] of incorporation of the surviving corporation [illegible] and after the effective date of the merger. [illegible] corporation hereby reserves the right [illegible], alter, change, or repeal any provisions [illegible] certificate of incorporation in the manner [illegible] prescribed by the laws of the State of [illegible] rights conferred on stockholders [illegible] subject to this reservation.

10. <u>Plan of reorganization.</u> This agreement constitutes the plan of reorganization [illegible] corporations.

IN WITNESS WHEREOF, the holders of a majority of the voting stock of each of the constituent corporations present at a meeting have designated B. H. Griffin, Jr. as the person to sign this agreement for the constituent corporations and to affix their corporate seals, and he has signed this agreement and affixed those corporate seals.

"CONSTITUENT CORPORATIONS"

(corporate seals)

By: ______________________
B. H. Griffin, Jr.

CERTIFICATE: The undersigned secretaries of the constituent corporations hereby certify that the above merger agreement has been submitted to a meeting of the stockholders of record of each of the constituent corporations after required notice of the time, place and purpose of the meeting had been given to such stockholders, whether entitled to vote or not; that the merger agreement was adopted by the holders of such stock in each of the constituent corporations in the duly prescribed manners; and that they have been authorized to certify the fact of such approval of this agreement under the respective seals of the constituent corporations.

(corporate seals)

James E. Reds, as secretary of Concentrate and [illegible]

(corporate seal)

John Gidders, Jr., as secretary of Griffin

(corporate seal)

Clyde Young, as secretary of Canners

(corporate seals)

Frances W. Fernandiz, as secretary of Lands, Fruit, Service, Smith and Groves

IN WITNESS WHEREOF, the above agreement having been adopted and certified in accordance with Section 608.20(2), Florida Statutes, the agreement of merger has been signed by the president and secretary of each of the constituent corporations this 26 day of January, 1961, under the respective corporate seals thereof, and has been duly acknowledged by the president of each of the constituent corporations to be the act, deed and agreement of that corporation.

"CONSTITUENT CORPORATIONS"

Attest:

By: B. H. Griffin, Jr.
B. H. Griffin, Jr., as president of each of the constituent corporations

James E. Redd
James E. Redd, as secretary of Concentrate and Properties

John Giddens Jr.
John Giddens, Jr., as secretary of Griffin

Clyde Young
Clyde Young, as secretary of Canners

Frances W. Fernandez
Frances W. Fernandez, as secretary of Lands, Fruit, Service, Smith and Groves

STATE OF FLORIDA
COUNTY OF POLK

I hereby certify that on this day before me, the undersigned notary public authorized in the state and county named above to take acknowledgments, personally appeared B. H. GRIFFIN, JR., as president of the following nine Florida corporations: GRIFFIN CONCENTRATE CO., BEN HILL GRIFFIN, INC., GRIFFIN CANNERS, INCORPORATED, GRIFFIN CITRUS SERVICE COMPANY, GRIFFIN FRUIT CO., GRIFFIN LANDS, INC., GRIFFIN GROVES, INC., GRIFFIN & SMITH, INC., and GRIFFIN PROPERTIES, INC., known to me to be the person described as president of each of said corporations, and he acknowledged before me that he signed and executed the agreement of merger in behalf of each of said corporations and that the agreement of merger is the act, deed and agreement of each of said corporations.

Witness my hand and official seal in the state and county named above this January 26, 1961.

Frances W. Fernandez
Notary Public, State of Florida at Large.

My commission expires:

Notary Public, State of Florida at Large
My commission expires Aug. [illegible]
Bonded by Mass. Bonding & Insurance Co.

[illegible]

[illegible]
[illegible]
[illegible]
[illegible]
[illegible] 50

[illegible],000
[illegible]
[illegible],000

55,[illegible]
[illegible]
[illegible],000

[illegible]

53[illegible]

[illegible]

[illegible]

No. D-39755 C

NAME

Griffin (Ken Hill), Inc.

FILED IN THE OFFICE OF
SECRETARY OF STATE
OF FLORIDA

8-1-61

TOM ADAMS
SECRETARY OF STATE

BY RK

7? -?-?

STATE OF FLORIDA

AUG 1 1961

OFFICE

SECRETARY OF STATE

Certificate Designating Place of Business or Domicile for the Service of Process Within This State, Naming Agent Upon Whom Process May Be Served and Names and Addresses of the Officers and Directors.

In pursuance of Chapter 47.34, Florida Statutes 1953, the following is submitted, in compliance with said Act:

First—That Griffin Properties, Inc. named changed to GRIFFIN (BEN HILL), INC.

a corporation duly organized and existing under the laws of the State of Florida

with its principal place of business at City of Frostproof

County of Polk, State of Florida

has designated and established office of Ben Hill Griffin, Inc., South Scenic Highway (Street or building)

City of Frostproof, County of Polk

State of Florida as its place of business or domicile for the service of process within this State, and named as its agents B. H. Griffin, Jr. Frostproof, Fla. to accept service of process

OFFICERS: AFFIX TITLES:

NAME	SPECIFIC ADDRESS
B. H. Griffin, Jr., President	Frostproof, Florida
John A. Giddens, Jr., Vice-President	Avon Park, Florida
R. L. Padgett, Vice-President	Avon Park, Florida
James E. Redd, Secretary-Treasurer	Frostproof, Florida

DIRECTORS: (THREE (3) required by law)

NAME	SPECIFIC ADDRESS
B. H. Griffin, Jr.,	Frostproof, Fla.
James E. Redd	Frostproof, Fla.
Chesterfield H. Smith	245 South Central Avenue, Bartow, Florida

By James E. Redd
James E. Redd

ACKNOWLEDGMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

By B H Griffin Jr
B. H. Griffin, Jr.

It is necessary to file this certificate within thirty days after filing Certificate of Incorporation, as to domestic Corporations and within thirty days after issuance of permit to foreign corporations; and thereafter only when corporation has changed its place of business or agent.

Filing Fee, $1.00 paid

No. D-27835-F

Tax for Years

1962

CORPORATION REPORT AND
TAX RETURN OF

Griffin (Ben Hill)
& Inc

P. O. ADDRESS

(Do not write below this line)

Filed in the office of the Secretary of State of the State of Florida, this ______

day of ______

A. D. 19____

______
Secretary of State.

Form D. C. T. R.—For Domestic Corporations

JUL 23 1962

Do not write in this space.
Amt. Rec.
Amt. Due
Refund
Bal. Due 22 77430 ***200.00
Val. No.

Corporation Report and Tax Return

to the

Secretary of State of Florida

as required by Chapter 608, Florida Statutes

DIRECTIONS: Read carefully.
Corporations are required to complete IN FULL a report and file with the Secretary of State on or before July 1 annually. Please print or type the information required herein. Make check for the capital stock tax payment payable to the Secretary of State. Tax is based on the value of issued and outstanding capital stock. See schedule on taxpayer's COPY. Only one (1) report necessary where more than one (1) year's tax is paid at the time of filing. Amount remitted with this report $ 200.00

1. NAME Ben Hill Griffin, Inc. (Give correct name)
2. ADDRESS OF PRINCIPAL PLACE OF BUSINESS P. O. Box 127 (Street or Post Office Box)
   Frostproof (City) Polk (County) Florida (State)
3. NAMES AND ADDRESSES OF OFFICERS:

NAME	TITLE	ADDRESS
B. H. Griffin, Jr.	President	Frostproof, Fla.
Laura F. Griffin	Vice President	Frostproof, Fla.
John Giddens, Jr.	Vice President	Frostproof, Fla.
James E. Redd	Secretary-Treasurer	Frostproof, Fla.

4. NAMES AND ADDRESSES OF DIRECTORS (law requires at least (3) Directors)

NAME	ADDRESS
B. H. Griffin, Jr.	Frostproof, Fla.
John Giddens, Jr.	Frostproof, Fla.
James E. Redd	Frostproof, Fla.
R. L. Padgett	Avon Park, Fla.

5. NAME OF RESIDENT AGENT James E. Redd. ADDRESS Frostproof Florida

CAPITAL STOCK STATEMENT*

*NO PAR value shares are presumed to have a value of at least $100.00 per share, but report should be accompanied by a brief financial statement showing actual value, including surplus which has become a part of invested capital.

6. Total AUTHORIZED Capital Stock:
   ______ Shares of the par value of $ ______ each
   550,000 Shares without nominal or par value
7. OUTSTANDING Captial Stock:
   ______ Shares of the par value of $ ______ each $ ______
   305,048 Shares without nominal or par value (actual) $ 492,261.16
   Total OUTSTANDING capital stock $ ______
8. Date of last meeting of Directors. 7-2-62
   Is the corporation active? yes If inactive, state how long
   Is the purpose of the corporation to begin business in the future?
9. General nature of business engaged in citrus growing and processing
10. Date incorporated 7-27-48
11. We, the undersigned, certify the above statement of facts to be true and correct as shown by our books.

Ben Hill Griffin, Inc. (Corporate Seal)
by: B H Griffin Jr By President
Attest: James E Redd Secretary

STATE OF FLORIDA
COUNTY OF Polk

Personally appeared before me B. H. Griffin, Jr. who deposes and says that he executed this certificate for and in behalf of said corporation and that the statement herein contained is true and correct to the best of his knowledge and belief.

Sworn to and subscribed before me this 2 day of July 19 62

(Notary Seal) Frances T. [illegible] Signature of Notary taking acknowledgment

ORIGINAL. Tear apart. Send in only the original. Keep COPY for your files.

O R I G I N A L

1.

No. B-27835-S

Tax for Years

1963

(Do not write above this line)

CORPORATION REPORT AND

TAX RETURN OF

Griffin (Ben Hill) Inc.

P. O. ADDRESS ______________

(Do not write below this line)

Filed in the office of the Secretary of State of the State of Florida, this ______________ day of ______________ A. D. 19____.

____
Secretary of State.

Corporation Report and Tax Return for Domestic Corporations

to the

Secretary of State of Florida

as required by Chapter 608, Florida Statutes

Do not write in this space.	
Amt. Rec.	
Amt. Due	
Refund	
Bal. Due	
Val. No.	

DIRECTIONS: Read carefully.
Corporations are required to complete IN FULL a report and file with the Secretary of State on or before July 1 annually. Please print or type the information required herein. Make check for the capital stock tax payment payable to the Secretary of State. Tax is based on the value of issued and outstanding capital stock. See schedule on taxpayer's COPY. Only one (1) report necessary where more than one (1) year's tax is paid at the time of filing. Amount remitted with this report $ 200.00

1. NAME Ben Hill Griffin, Inc.
(Give exact name of corporation)

2. ADDRESS OF PRINCIPAL PLACE OF BUSINESS P. O. Box 127
(Street or Post Office Box)

Frostproof (City) Polk (County) Florida (State)

3. NAMES AND ADDRESSES OF OFFICERS:

NAME	TITLE	ADDRESS
B. H. Griffin, Jr.	President	Frostproof, Florida
James E. Redd	Executive Vice President	Frostproof, Florida
Clyde Young	Vice President	Winter Haven, Florida
John A. Giddens, Jr.	Vice President	Avon Park, Florida

4. NAMES AND ADDRESSES OF DIRECTORS (law requires at least (3) Directors)

NAME	ADDRESS
B. H. Griffin, Jr.	Frostproof, Florida
James E. Redd	Frostproof, Florida
John A. Giddens, Jr.	Avon Park, Florida
R. L. Padgett	Avon Park, Florida

5. NAME OF RESIDENT AGENT James E. Redd ADDRESS Frostproof, Florida

ORIGINAL

CAPITAL STOCK STATEMENT*

*NO PAR value shares are presumed to have a value of at least $100.00 per share, but report should be accompanied by a brief financial statement showing actual value, including surplus which has become a part of invested capital.

6. Total AUTHORIZED Capital Stock:
   ______ Shares of the par value of $ ______ each.
   550,000 Shares without nominal or par value.
7. OUTSTANDING Capital Stock:
   ______ Shares of the par value of $ ______ each $ ______
   306,273 Shares without nominal or par value (actual) $ 497,161.16
   Total OUTSTANDING capital stock $ 497,161.16
8. Date of last meeting of Directors. March 30, 1963
   Is the corporation active? Yes If inactive, state how long ______
   Is the purpose of the corporation to begin business in the future? ______
9. General nature of business engaged in Citrus growing and processing
10. Date incorporated July 27, 1948
11. We, the undersigned, certify the above statement of facts to be true and correct as shown by our books.

B H Griffin Jr (President) Attest: James E Redd (Corporate Seal) (Secretary)

STATE OF FLORIDA
COUNTY OF Polk

Personally appeared before me B. H. Griffin, Jr. who deposes and says that he executed this certificate for and in behalf of said corporation and that the statement herein contained is true and correct to the best of his knowledge and belief.

Sworn to and subscribed before me this 22nd day of ______ 1963

(Notary Seal)

[signature]
Signature of Notary Public, State of Florida at Large
My commission expires Dec. 29, 1963
Bonded by American Surety Co. of N. Y.

Form DCTR 3-60

ORIGINAL. Tear apart. Send in only the original. Keep COPY for your files.

1st Copy

Corporation Report and Tax Return for Foreign and Domestic Corporations

State of Florida

Secretary of State

Tallahassee, Florida

Refer to This Number in All Correspondence

This return is due on July 1

1. ______ (Give exact name of corporation) 2. ______ (General nature of business)

3. ______ (Street or Post Office Box of principal place of business) (City) (County) (State)

4. a. ______ (Officers-Name) (Title) (Address)
b. ______
c. ______
d. ______

5. a. ______ (Directors - Name) (Law requires at least 3) (three) (Address)
b. ______
c. ______
d. ______

6. ______ (Resident Agent Name) (Address)

I hereby acknowledge acceptance of the appointment as resident agent upon whom service of process may be made ______ (Signature of resident agent)

7. Last meeting of Directors ______ (Month - Day - Year) 8. Corporation Active? ______ (Yes or No) 9. If inactive, inactivity began ______ (Month - Day - Year)

10. If inactive, will corporation begin business in the future? ______ (Yes or No) 11. Date Incorporated ______ (Month - Day - Year) 12. If foreign corporation, Date Qualified in Fla ______ (Month - Day - Year)

13. Total Authorized Capital Stock:
______ $ ______
______ $ ______
______

14. Outstanding Capital Stock:
(a) ______ $ ______ $ ______
(b) ______
(c) ______
(d) Total (a) + (b) + (c) $ ______

15. If foreign corporation, give amount of capital employed in Florida. $ ______ 16. If foreign corporation, give the number of States in which you do business ______

17. Amount of tax remitted with this return $ ______

18. We, the undersigned, certify the above statement of facts to be ~~true and~~ correct as shown by our books.

______ By President or V-President

Attest: ______ Secretary

STATE OF ______
COUNTY OF ______

Personally appeared before me ______ who deposes and says that he executed this certificate for and in behalf of said corporation and that the statement herein contained is true and correct to the best of his knowledge and belief.

Sworn to and subscribed before me this ______ day of ______ 19___.

______ Signature of Notary taking acknowledgment

(Notary Seal)

Send Original and 1st COPY TO FLORIDA REVENUE COMMISSION, TALLAHASSEE, FLORIDA. 1st COPY
(SEE INSTRUCTIONS ON BACK OF LAST COPY)

RECEIVED
1994 AUG -4 PM 1:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

B 27535 -

GRIFFIN (BEN HILL), INC.

Amendment.

FILED IN OFFICE OF SECRETARY
OF STATE, STATE OF FLORIDA,
by MRC on October 10, 1966

TOM ADAMS
SECRETARY OF STATE

corp-1

LAW OFFICES

HOLLAND, BEVIS, SMITH, KIBLER & HALL

October 5, 1966

REPLY TO Bartow

FILED
OCT 10 10 47 AM '66
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The Honorable Tom Adams
Secretary of State
The Capitol
Tallahassee, Florida

Re: Ben Hill Griffin, Inc.

Dear Mr. Adams:

We are enclosing the original and one copy of certificate of amendment of certificate of incorporation for Ben Hill Griffin, Inc. Please file and approve the original and certify the copy for us.

Our check in the amount of $13 payable to you for the appropriate charges is enclosed.

Please let us know if anything further is required.

Sincerely yours,

William O. E. Henry

William O. E. Henry

WOEH/kr
Enclosure
cc: Ben Hill Griffin, Inc.

OCT 10 66 2 18000 ****10.00

OCT 10 66 2 19100 ****3.00

10:00
3.00
13.00

CERTIFICATE OF AMENDMENT

OF

CERTIFICATE OF INCORPORATION

OF

BEN HILL GRIFFIN, INC.

BEN HILL GRIFFIN, INC., a Florida corporation, by its undersigned president and secretary, hereby certifies:

FIRST: That at a duly-held meeting of its board of directors a resolution was adopted approving and proposing to the stockholders an amendment to its certificate of incorporation dated January 7, 1961 repealing paragraph 5 of said certificate of incorporation in its entirety and renumbering paragraphs 6 through 10 as paragraphs 5 through 10.

SECOND: That said amendment was proposed to a duly-held meeting of stockholders, and in accordance with the certificate of incorporation and section 608.18(1), Florida Statutes 1965, said stockholders approved (a) the repealing of said paragraph 5 and (b) the renumbering of paragraphs 6 through 10 as paragraphs 5 through 9.

THIRD: The certificate of incorporation dated January 7, 1961 of Ben Hill Griffin, Inc. shall be amended and the foregoing amendments incorporated therein when this certificate of amendment has been filed with the Secretary of State, approved by him, and all fees and filing taxes have been paid.

IN WITNESS WHEREOF, Ben Hill Griffin, Inc. has caused its corporate seal to be hereunto affixed and this certificate signed by the president and secretary on this 30 day of September, 1966.

BEN HILL GRIFFIN, INC.

(corporate seal)

By: ______________________
President

ATTEST:

____
Secretary

STATE OF FLORIDA

COUNTY OF POLK

I hereby certify that on this day before me, the undersigned notary public authorized in the state and county named above to administer oaths and take acknowledgments, personally appeared BEN HILL GRIFFIN, JR. and JAMES E. REDD, president and secretary, respectively, of BEN HILL GRIFFIN, INC., a Florida corporation, known to me to be the persons described as president and secretary of said corporation and who executed the foregoing certificate of amendment, and acknowledged before me that they executed said instrument in the name of and for the corporation, that as such corporate officers they are duly authorized so to do, and that the seal affixed to said instrument is the true seal of the corporation.

Witness my hand and official seal in the county and state named above this 3C day of September, 1966.

Frances R. Fernandez

Notary Public, State of Florida
at Large

My commission expires:

NOTARY PUBLIC, STATE of FLORIDA at LARGE
MY COMMISSION EXPIRES AUG. 26, 1970
BONDED THROUGH FRED W. DIESTELHORST

1st Copy

Corporation Report and Tax Return for Foreign and Domestic Corporations

Secretary of State

1.

3.

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5.a.

6.

7. Last meeting of Directors ... Yes

8.

10. If inactive ...

11.

12.

13. Total Authorized Capital Stock

14.

$

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$

15. Amount of tax Due $

16. Less Credit Memo if any $

18.

17. Amount of tax remitted with this return $

19.

20. We the undersigned, certify the above statement ...

STATE OF

COUNTY OF

Personally appeared before me ... who deposes and says that he executed this certificate ... that the statement herein contained is true and correct ...

Sworn to and subscribed before me this ... day of ...

Notary Public, State of Florida at Large
My Commission Expires ...
Bonded by ...

(No. Aff. Seal)

Send Original and 1st COPY TO FLORIDA REVENUE COMMISSION, TALLAHASSEE, FLORIDA

1st COPY

SEE INSTRUCTIONS ON BACK OF LAST COPY

1st Copy

Corporation Report and Tax Return for Foreign and Domestic Corporations

State of Florida

Secretary of State

1.

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b.

c.

d.

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b.

c.

d.

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7. Last meeting of Directors

8.

10. If inactive will corporation begin business in the future?

11.

13. Total Authorized Capital Stock

14.

$

$

$

$

15. Amount of tax Due $

Total

$

16. Less Credit Memo if any $

19. $

17. Penalty and Interest (see instructions) $

20.

18. Amount of tax remitted with this return $

21. We, the undersigned, certify the above statement of facts

President or Vice-President

Attest

STATE OF

COUNTY OF

Personally appeared before me

who deposes and says that he executed this certificate

that the statement herein contained is true

Sworn to and subscribed before me this

(Notary Seal)

Send Original TO FLORIDA REVENUE COMMISSION TALLAHASSEE FLORIDA

Send First copy to Secretary of State Tallahassee Florida

SEE INSTRUCTIONS ON BACK OF LAST COPY

1st COPY

1st Copy

Corporation Report and Tax Return for Foreign and Domestic Corporations

FILED

Secretary of State

1.

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4. a.

b.

c.

d.

5. a. (Directors Name)

b.

c.

d.

6. (Resident Agent Name)

7. Last meeting of Directors

10. If inactive, will corporation begin business in the future?

11.

13. Total Authorized Capital Stock

14.

$

$

15. Amount of tax Due $

16. Less Credit Memo if any $

17. Penalty and Interest (see instructions) $

18. Amount of tax remitted with this return $

21. We, the undersigned, certify the above statement

By President or V-President

STATE OF

COUNTY OF

Personally appeared before me

who deposes and says that he executed this

that the statement herein contained is true and

Sworn to and subscribed before me this

(Notary Seal)

Send Original (with Remittance) TO FLORIDA REVENUE COMMISSION, TALLAHASSEE, FLORIDA

Send First copy to Secretary of State, Tallahassee, Florida

(SEE INSTRUCTIONS ON BACK OF LAST COPY)

1st COPY

1st Copy

Corporation Report and Tax Return for Foreign and Domestic Corporations

State of Florida

Secretary of State

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10. If inactive, will corporation begin business

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13. Total Authorized Capital Stock

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15. Amount of tax Due $

16. Less Credit Memo if any $

19. $

17. Penalty and Interest (see instructions) $

20.

18. Amount of tax remitted with this return $

21. We, the undersigned, certify the above statement of facts

By President

Attest

STATE OF

COUNTY OF

Personally appeared before me

who deposes and says that he executed this certificate and that the statement herein contained is true and correct

Sworn to and subscribed before me this

(Notary Seal)

Send Original with Remittance TO FLORIDA REVENUE COMMISSION, TALLAHASSEE, FLORIDA

Send First copy to Secretary of State, Tallahassee, Florida

1st COPY

SEE INSTRUCTIONS ON BACK OF LAST COPY

1st Copy

Corporation Report and Tax Return for Foreign and Domestic Corporations

State of Florida

Secretary of State

Refer to This Number in All Correspondence

1.

3.

4. a.

b.

c.

d.

5. a. (Directors Name)

b.

c.

d.

6. (Resident Agent)

7. Last meeting of Directors (Month - Day - Year)

8.

9.

10. If inactive, will corporation begin business in the future? (Yes or No)

11. Date incorporated

12.

13. Total Authorized Capital Stock:

$

$

14. Outstanding Capital Stock

$ $

(d) Total (a)

$

15. Amount of tax Due $

16. Less Credit Memo if any $

17. Penalty and Interest (see instructions) $

18. Amount of tax remitted with this return $

19. $

20.

21. We, the undersigned, certify the above statement of facts to be true and correct

By President or V-President

Attest:

STATE OF

COUNTY OF

Personally appeared before me for and in behalf of said corporation and who deposes and says that he executed this certificate for and in behalf of said corporation and that the statement herein contained is true and correct to the best of his knowledge and belief.

Sworn to and subscribed before me this ______ day of ______ 19__

Notary Public, State of Florida at Large

(Notary Seal)

Send Original (with Remittance) TO FLORIDA REVENUE COMMISSION, TALLAHASSEE, FLORIDA

Send First copy to Secretary of State, Tallahassee, Florida

1st COPY

(SEE INSTRUCTIONS ON BACK OF LAST COPY)

Corporation Report and Tax Return for Foreign and Domestic Corporations

State of Florida
DEPARTMENT OF REVENUE

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13. Total

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16.

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17. Penalty and Interest

$

20

18. Amount of tax remitted with this return

$

21. We, the undersigned

STATE OF

COUNTY OF

Personally appeared before me

who deposes and says that he executed this certificate for and in behalf of said corporation, and that the statement herein contained is true and correct

Sworn to and subscribed before me this

(Notary Seal)

Send Original (with Remittance) TO THE DEPARTMENT OF REVENUE, TALLAHASSEE, FLORIDA

Send First copy to The Department of State, Tallahassee, Florida

1st COPY

SEE INSTRUCTIONS ON BACK OF LAST COPY

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B-27835 (J(

ment of Merger between BEN
GRIFFIN, INC., and GRIFFIN
LIZER CO.,B-28035 both Florida
rations, merging into and
the name of BEN HILL GRIFFIN,
the continuing corporation, filed 11/1/72

FILED IN OFFICE OF DEPARTMENT
OF STATE STATE OF FLORIDA

BY ______ ON ____________

RICHARD (DICK) STONE
SECRETARY OF STATE

corp-1

Agreement of Merger between GRIFFIN FERTILIZER CO. with and into
BEN HILL GRIFFIN, INC.

Arnold, Matheny & Eagan, P.A.
Attorneys
857 N. Orange Ave.
P.O. Box 2967
Orlando

~~BKK~~ Nov. 1, 1972

-2 13100 ****25.00

-2 12000 *****5.00

-2 20 ****15.00

C. TAX	
FILING	15
R. AGENT FEE	
C. COPY	30
TOTAL	45
N. BANK	
BALANCE DUE	
REFUND	

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FILED
NOV 1 10 16 AM 1972
... STATE
... E, FLORIDA

PLAN AND AGREEMENT OF MERGER

OF

GRIFFIN FERTILIZER CO.
(A Florida corporation)

with and into

BEN HILL GRIFFIN, INC.
(A Florida corporation)

****

PLAN AND AGREEMENT OF MERGER entered into as of October 16, 1972, by and between BEN HILL GRIFFIN, INC. (hereinafter called "Griffin") and a majority of the Directors thereof and GRIFFIN FERTILIZER CO. (hereinafter called "Fertilizer") and a majority of the Directors thereof.

W I T N E S S E T H:

WHEREAS, GRIFFIN AND FERTILIZER are corporations duly organized and existing under the laws of the State of Florida; and

WHEREAS, the authorized capital stock of GRIFFIN consists of 550,000 shares of Common Stock having no par value, of which not more than 321,522 shares (excluding treasury shares) have been issued; and

WHEREAS, FERTILIZER has authorized capital stock consisting of 15,000 shares of Common Stock having no par value, of which not more than 13,055 shares have been issued: and

WHEREAS, the Boards of Directors of GRIFFIN AND FERTILIZER (such corporations being hereinafter sometimes collectively called the "Constituent Corporations"), deem it advisable and for the benefit of the Constituent Corporations and their stockholders that FERTILIZER be merged into GRIFFIN on the terms hereinafter set forth and such Boards of Directors have approved this Plan and Agreement of Merger (hereinafter called "this Agreement");

NOW, THEREFORE, GRIFFIN and FERTILIZER hereby agree that, pursuant to the applicable statutes of Florida and subject to the conditions hereinafter set forth, FERTILIZER shall be merged into GRIFFIN which shall be the surviving corporation and that the plan, terms and conditions of such merger (hereinafter called the "Merger") shall be as follows:

ARTICLE I.

At the time of merger, as defined in Article IX hereof, FERTILIZER shall be merged into GRIFFIN, the separate existence of FERTILIZER shall cease and GRIFFIN, as the Surviving Corporation shall continue to exist by virtue of and shall be governed by the laws of Florida with its present name. All property of every description, real, personal and mixed, interest, rights, privileges, powers and franchises of GRIFFIN prior to the merger shall not be affected by the merger and at the time of merger, GRIFFIN shall, without further act or deed, own and possess all the property of every description, real, personal and mixed, interests, rights, privileges, powers and franchises of FERTILIZER, all as provided by the General Corporation Law of Florida. Also as provided by those laws, all rights of creditors and of any persons dealing with the Constituent Corporations and all liens upon any property of the Constituent Corporations shall be preserved unimpaired by the merger and all debts, liabilities, obligations and duties of FERTILIZER shall thence forth attach to GRIFFIN and may be enforced against it to the same extent as if the same had been incurred by it.

ARTICLE II.

At the time of merger, the Articles of Incorporation of the Surviving Corporation shall be the existing articles of incorporation of GRIFFIN, including all amendments to the date of this agreement, a copy of which is attached hereto as Exhibit One and by this reference made a part hereof as fully as though set out verbatim, and this agreement shall not change the name or authorized shares of any class or otherwise amend the Certifi-

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& EAGAN, P.A.
ORLANDO, FLORIDA

cate of Incorporation of GRIFFIN.

ARTICLE III.

The names and addresses of the members of the Board of Directors of the surviving corporation who shall hold office as of the effective date of the merger and until the next annual meeting of the stockholders as provided by the bylaws or until their successors are elected or appointed and have qualified are as follows:

Name	Address
B. H. Griffin, Jr.	Frostproof, Florida
John R. Alexander	Frostproof, Florida
Walker E. Blount, Jr.	Bartow, Florida
B. H. Griffin, III	Frostproof, Florida
George W. Harris, Jr.	Bartow, Florida
Chesterfield H. Smith	Bartow, Florida
Kingswood Sprott	Winter Haven, Florida
H. P. Troutman	Bartow, Florida

ARTICLE IV.

The bylaws of GRIFFIN as in effect at the time of the merger shall be the bylaws of the Surviving Corporation until amended according to the provisions thereof and applicable laws.

ARTICLE V.

The manner and basis of payment for the shares of the Constituent Corporations at the time of Merger shall be as follows:

(1) Each two (2) outstanding shares of FERTILIZER Common Stock, no par value, shall be paid for by conversion into one (1) share of Common Stock, no par value of GRIFFIN

(2) Each outstanding share of GRIFFIN Common Stock, no par value, shall continue to be outstanding and shall remain as duly issued Common Stock of GRIFFIN.

ARTICLE VI.

The amount of capital with which the continuing corporation will begin business shall be the aggregate value of consideration received for all no par value stock to be outstanding when the merger is completed which sum shall be more than Five

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& EAGAN, P.A.
ORLANDO, FLORIDA

Hundred Dollars ($500.00).

ARTICLE VII.

The elected officers of GRIFFIN after the time of Merger, to hold office in accordance with the Bylaws of Griffin shall be as follows:

Chairman and Chief Executive Officer: B. H. Griffin, Jr.

President: B. H. Griffin, III

Executive Vice President and Secretary: James E. Redd

Vice President: Kingswood Sprott

Vice President, Treasurer and Asst. Secretary: John R. Alexander

Vice President: H. P. Troutman

Vice President: John A. Giddens, Jr.

Vice President: R. L. Padgett

Vice President: R. A. Riley

Vice President: Lloyd Jarrell

Vice President: R. H. Hull

ARTICLE VIII.

As soon as practicable, FERTILIZER shall hold a meeting of its stockholders for the purpose of considering and acting upon this Agreement and any matters necessary or proper to carry out the transactions contemplated by this Agreement. If, after voting at such meeting (including adjourned sessions), less than a majority of the shares of Common Stock entitled to be voted thereon of FERTILIZER have been effectively voted in the affirmative for this Agreement, this Agreement shall cease to be binding upon GRIFFIN or FERTILIZER.

ARTICLE IX.

As soon as practicable after the adoption of this Agreement and the obtaining by FERTILIZER of stockholder approval as contemplated by Article VII hereof, officers of each of the Constituent Corporations shall take the action required by the General Corporation Law of the State of Florida to complete this merger. The merger shall become effective when all procedures required to make the merger effective have been completed. The time at which all such procedures have been completed shall be

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& EAGAN, P.A.
ORLANDO, FLORIDA

referred to as the "Time of Merger". Upon the filing of this Agreement, the Merger herein provided shall be and become effective at the opening of business on the date of such filing and that date shall be the "effective date" of the Merger. Either of the Constituent Corporations may, at its option, terminate this Agreement if the Merger has not been approved by the stockholders of FERTILIZER prior to November 1, 1972.

ARTICLE X.

It is a condition of this Agreement that neither of the Constituent Corporations shall declare or pay any dividend on or make any distribution of any shares of its capital stock as a dividend prior to the time of Merger.

IN WITNESS WHEREOF, the parties have caused this Agreement of Merger to be executed as of the day and year first above written.

(Corporate Seal)

BEN HILL GRIFFIN, INC., a Florida corporation

A majority of the Directors of BEN HILL GRIFFIN, INC., a Florida corporation

ATTEST:

James E. Redd, Secretary

(Corporate Seal)

GRIFFIN FERTILIZER CO., a Florida corporation

A majority of the Directors of GRIFFIN FERTILIZER CO., a Florida corporation

ATTEST:

James E. Redd, Secretary

LAW OFFICES
ARNOLD, MATHENY & EAGAN, P.A.
ORLANDO, FLORIDA

CERTIFICATION

AS TO

BEN HILL GRIFFIN, INC.

I, JAMES E. REDD, hereby certify that I am Secretary of BEN HILL GRIFFIN, INC., a corporation organized and existing under and pursuant to the general laws of the State of Florida, the surviving corporation mentioned in the within Agreement of Merger, and, on behalf of said Corporation, do further certify as follows:

(1) The foregoing Agreement of Merger for the merger of GRIFFIN FERTILIZER CO., a Florida corporation, with and into BEN HILL GRIFFIN, INC., a Florida corporation, was signed and delivered by a majority of the Directors of said corporation, after said merger and the terms and provisions of said Agreement had been duly approved by said Directors at a meeting held October 16, 1972, duly called for the purpose of considering said Agreement of Merger.

(2) The Agreement of Merger does not change the name or authorized shares of any class or otherwise amend the Certificate of Incorporation of the surviving corporation, Ben Hill Griffin, Inc.

(3) The authorized unissued shares or the treasury shares of any class of the surviving corporation to be issued or delivered under the plan of merger do not exceed fifteen percent of the shares of the surviving corporation of the same class outstanding immediately prior to the effective date of the merger.

(4) The foregoing agreement of merger has been adopted by the surviving constituent corporation, Ben Hill Griffin, Inc., by action of its Board of Directors and without any vote of its stockholders, pursuant to Subsection (3) of Section 608.20, Florida Statutes, 1971.

IN WITNESS WHEREOF, I have hereunto set my hand as Secretary of BEN HILL GRIFFIN, INC., a Florida corporation and have affixed its corporate seal this 30th day of October, 1972.

(Corporate Seal)

James E. Redd

James E. Redd, Secretary

LAW OFFICES
ARNOLD, MATHENY & EAGAN, P.A.
ORLANDO, FLORIDA

CERTIFICATION

AS TO

BEN HILL GRIFFIN, INC.

I, JAMES E. REDD, hereby certify that I am Secretary of BEN HILL GRIFFIN, INC., a corporation organized and existing under and pursuant to the general laws of the State of Florida, the surviving corporation mentioned in the within Agreement of Merger, and, on behalf of said Corporation, do further certify as follows:

(1) The foregoing Agreement of Merger for the merger of GRIFFIN FERTILIZER CO., a Florida corporation, with and into BEN HILL GRIFFIN, INC., a Florida corporation, was signed and delivered by a majority of the Directors of said corporation, after said merger and the terms and provisions of said Agreement had been duly approved by said Directors at a meeting held October 16 , 1972, duly called for the purpose of considering said Agreement of Merger.

(2) The Agreement of Merger does not change the name or authorized shares of any class or otherwise amend the Certificate of Incorporation of the surviving corporation, Ben Hill Griffin, Inc.

(3) The authorized unissued shares or the treasury shares of any class of the surviving corporation to be issued or delivered under the plan of merger do not exceed fifteen percent of the shares of the surviving corporation of the same class outstanding immediately prior to the effective date of the merger.

(4) The foregoing agreement of merger has been adopted by the surviving constituent corporation, Ben Hill Griffin, Inc., by action of its Board of Directors and without any vote of its stockholders, pursuant to Subsection (3) of Section 608.20, Florida Statutes, 1971.

IN WITNESS WHEREOF, I have hereunto set my hand as Secretary of BEN HILL GRIFFIN, INC., a Florida corporation and have affixed its corporate seal this 30th day of October, 1972.

(Corporate Seal)

James E. Redd

James E. Redd, Secretary

LAW OFFICES
ARNOLD, MATHENY & EAGAN, P.A.
ORLANDO, FLORIDA

CERTIFICATION

AS TO

GRIFFIN FERTILIZER CO.

(A Florida corporation)

I, JAMES E. REDD, hereby certify that I am Secretary of GRIFFIN FERTILIZER CO., a corporation organized and existing under and pursuant to the general laws of the State of Florida, one of the merging corporations mentioned in the within Agreement of Merger and do further hereby certify as follows:

(1) The foregoing Agreement of Merger for the merger of GRIFFIN FERTILIZER CO., a Florida corporation, with and into BEN HILL GRIFFIN, INC., a Florida corporation, was signed and delivered by a majority of the Directors of said GRIFFIN FERTILIZER CO., a Florida corporation, after said merger and the terms and provisions of said Agreement had been duly approved by said Directors at a meeting held August 30, 1972, duly called for the purpose of considering said Agreement of Merger.

(2) Said Agreement was duly submitted to the stockholders of GRIFFIN FERTILIZER CO., a Florida corporation, at a meeting thereof called separately for the purpose of taking the same into consideration and held on October 30, 1972, at Frostproof, Florida, upon due notice being given to the stockholders of record.

(3) At said stockholders' meeting said Agreement was considered and a vote of the stockholders of GRIFFIN FERTILIZER CO., a Florida corporation, who were then present in person or represented thereat by proxy was taken by ballot for the adoption or rejection of said Agreement and the votes of the stockholders holding stock entitling them to exercise at least a majority of the voting power on the proposal to merge said corporations and with respect to said Agreement, to wit, the holders of 99 % of the outstanding shares of capital stock voted for the adoption of said Agreement.

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& EAGAN, P. A.
ORLANDO, FLORIDA

(4) Said meeting of the stockholders of GRIFFIN FERTILIZER CO., a Florida corporation, was held and said vote by ballot was taken separately from any meeting of BEN HILL GRIFFIN, INC., a Florida corporation.

IN WITNESS WHEREOF, I have hereunto set my hand as Secretary of GRIFFIN FERTILIZER CO., a Florida corporation, and have affixed its corporate seal this 30th day of October, 1972.

James E. Redd

James E. Redd, Secretary

(Corporate Seal)

IN WITNESS WHEREOF, the Constituent Corporations have caused this Agreement of Merger to be signed in their respective corporate names by their respective Presidents or Vice Presidents and their respective corporate seals to be hereunto affixed and to be attested by their respective Secretaries, a majority of the Directors of each of the Constituent Corporations having previously subscribed their names to this Agreement of Merger, and the respective Secretaries of the Constituent Corporations have certified hereto that said Agreement of Merger has been duly adopted by the stockholders of GRIFFIN FERTILIZER CO., and the Directors of BEN HILL GRIFFIN, INC., pursuant to Sec. 608.20 (3), Florida Statutes, 1971, and said Agreement of Merger Certificates and Exhibits are hereby acknowledged by the President of BEN HILL GRIFFIN, INC., a Florida corporation, and the President of GRIFFIN FERTILIZER CO., a Florida corporation, to be the act, deed and agreement of each corporation as of October 30, 1972.

BEN HILL GRIFFIN, INC.

(Corporate Seal)

By: B. H. Griffin, III

ATTEST:

James E. Redd, Secretary

GRIFFIN FERTILIZER CO.

(Corporate Seal)

By: B. H. Griffin, Jr.

ATTEST:

James E. Redd, Secretary

STATE OF FLORIDA)
) SS
COUNTY OF POLK)

Before me, the undersigned authority, personally appeared B. H. Griffin, III, and James E. Redd, to me known and known by me to be the President and Secretary, respectively, of BEN HILL GRIFFIN, INC., a Florida corporation, and who acknowledged to

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ARNOLD, MATHENY & EAGAN, P.A.
ORLANDO, FLORIDA

and before me that they executed the foregoing in the capacity and for the purposes therein set forth as the act, deed and agreement of the corporation.

WITNESS my hand and official seal this 30th day of October, 1972.

Notary Public

My Commission Expires.

Notary Public, State of Florida at Large
My Commission Expires Aug. 26, 1975

STATE OF FLORIDA)
) SS
COUNTY OF POLK)

Before me, the undersigned authority, personally appeared Ben Hill Griffin, Jr., and James L. Redd, to me known and known by me to be the President and Secretary, respectively, of GRIFFIN FERTILIZER CO., a Florida corporation, and who acknowledged to and before me that they executed the foregoing in the capacity and for the purposes therein set forth as the act, deed and agreement of the corporation.

WITNESS my hand and official seal this 30th day of October, 1972.

Notary Public

My Commission Expires:

Notary Public, State of Florida at Large
My Commission Expires Aug. 26, 1975

LAW OFFICES
ARNOLD, MATHENY
& EAGAN, P.A.
ORLANDO, FLORIDA

State of Florida

Secretary of State

I, Tom Adams, Secretary of State of the State of Florida, Do Hereby Certify That the following is a true and correct copy of

Certificate of Amendment to Certificate of Incorporation of BEN HILL GRIFFIN, INC., a corporation organized and existing under the Laws of the State of Florida, filed on the 10th day of October, A. D., 1966, as shown by the records of this office.

Given under my hand and the Great Seal of the State of Florida at Tallahassee, the Capital, this the 18th day of October A.D. 1966.

Secretary of State

"EXHIBIT ONE"
(Comprising 18 sheets)

CERTIFICATE OF AMENDMENT

OF

CERTIFICATE OF INCORPORATION

OF

BEN HILL GRIFFIN, INC.

BEN HILL GRIFFIN, INC., a Florida corporation, by its undersigned president and secretary, hereby certifies:

FIRST: That at a duly-held meeting of its board of directors a resolution was adopted approving and proposing to the stockholders an amendment to its certificate of incorporation dated January 7, 1961 repealing paragraph 5 of said certificate of incorporation in its entirety and renumbering paragraphs 6 through 10 as paragraphs 5 through 10.

SECOND: That said amendment was proposed to a duly-held meeting of stockholders, and in accordance with the certificate of incorporation and section 608.18(1), Florida Statutes 1965, said stockholders approved (a) the repealing of said paragraph 5 and (b) the renumbering of paragraphs 6 through 10 as paragraphs 5 through 9.

THIRD: The certificate of incorporation dated January 7, 1961 of Ben Hill Griffin, Inc. shall be amended and the foregoing amendments incorporated therein when this certificate of amendment has been filed with the Secretary of State, approved by him, and all fees and filing taxes have been paid.

IN WITNESS WHEREOF, Ben Hill Griffin, Inc. has caused its corporate seal to be hereunto affixed and this certificate signed by the president and secretary on this 30 day of September, 1966.

BEN HILL GRIFFIN, INC.

(corporate seal)

By: B H Griffin Jr
President

ATTEST:

James E. Todd
Secretary

STATE OF FLORIDA

COUNTY OF POLK

I hereby certify that on this day before me, the undersigned notary public authorized in the state and county named above to administer oaths and take acknowledgments, personally appeared BEN HILL GRIFFIN, JR. and JAMES E. REDD, president and secretary, respectively, of BEN HILL GRIFFIN, INC., a Florida corporation, known to me to be the persons described as president and secretary of said corporation and who executed the foregoing certificate of amendment, and acknowledged before me that they executed said instrument in the name of and for the corporation, that as such corporate officers they are duly authorized so to do, and that the seal affixed to said instrument is the true seal of the corporation.

Witness my hand and official seal in the county and state named above this 3(day of September, 1966.

Frances W. Fernandez
Notary Public, State of Florida at Large

My commission expires:

NOTARY PUBLIC, STATE of FLORIDA at LARGE
MY COMMISSION EXPIRES AUG. 24, 1970
[illegible]

MERGER AGREEMENT

AGREEMENT OF MERGER, dated as of January 7, 1961, between the following nine Florida corporations: GRIFFIN CONCENTRATE CO., (herein sometimes called "Concentrate"); BEN HILL GRIFFIN, INC., (herein sometimes called "Griffin"); GRIFFIN CANNERS, INCORPORATED, (herein sometimes called "Canners"); GRIFFIN CITRUS SERVICE COMPANY, (herein sometimes called "Service"); GRIFFIN FRUIT CO., (herein sometimes called "Fruit"); GRIFFIN LANDS, INC., (herein sometimes called "Lands"); GRIFFIN GROVES, INC., (herein sometimes called "Groves"); GRIFFIN & SMITH, INC., (herein sometimes called "Smith"); and GRIFFIN PROPERTIES, INC., (herein sometimes called "Properties"); (all nine corporations being herein sometimes collectively called "constituent corporations"); and between the holders of a majority of the voting stock of each of the constituent corporations (herein sometimes called "Holders").

BACKGROUND: The dates of incorporation, the amounts of authorized capital stock, and the amounts of issued and outstanding stock of the constituent corporations are as follows:

Corporation	Date of Incorporation	Authorized Capital Stock	Shares Outstanding
Concentrate	September 10, 1959	100,000 shares no par value	52,004
Griffin	July 27, 1948	100 shares no par value	52
Canners	September 2, 1954	500 shares $100 par value	500
Service	September 22, 1944	100 shares no par value	100

Fruit	September 8, 1955	500 shares $100 par value	252
Lands	December 31, 1958	300 shares no par value	40
Groves	March 1, 1949	300 shares no par value	100
Smith	March 30, 1959	40,000 shares $1 par value	40,000
Properties	December 12, 1960	50 shares no par value	50

All authorized capital stock is common stock. Fruit was originally named R S Fruit Co. but by amendment to its articles of incorporation effective July 5, 1960 the name was changed to Griffin Fruit Co. Holders desire to merge the constituent corporations into Concentrate (herein sometimes also called "continuing corporation") and, at stockholders' meetings held pursuant to Section 608.11, Florida Statutes, Holders designated B. H. Griffin, Jr. to sign this agreement for them under the corporate seals of the constituent corporations, all in accordance with Section 608.20, Florida Statutes. The constituent corporations are engaged in various phases of the citrus business and this merger would improve the efficiency and potential profitability of the continuing corporation in conducting those same businesses. The stockholders of the constituent corporations are substantially the same persons and they shall continue as stockholders of the continuing corporation. To simplify the mechanics of the merger, the stockholders of Concentrate shall exchange their 52,004 issued and outstanding shares of common stock with no par value solely for 260 shares of common stock with no par value of Concentrate, an exchange ratio of 200 for 1, before the effective date of the merger. The name of the continuing corporation (Concentrate) shall be changed to Ben Hill Griffin, Inc.

IN CONSIDERATION of the background premises and of the mutual agreements and covenants herein contained, it is agreed that Griffin, Canners, Service, Fruit, Lands, Groves, Smith and Properties shall be and they hereby are merged into Concentrate, which shall be the surviving and continuing corporation, pursuant to the laws of Florida, and the terms and conditions of such merger and the mode of carrying it into effect are and shall be as follows:

1. Name of surviving and continuing corporation. The name of the continuing corporation shall, from and after the effective date of the merger, be BEN HILL GRIFFIN, INC.

2. Nature of businesses. The general nature of the businesses to be transacted are:

(a) To engage in every aspect and phase of the businesses of acquiring, producing, processing and disposing of agricultural products, and to engage in every aspect and phase of related businesses.

(b) To manufacture, purchase, or otherwise acquire, and to own, mortgage, pledge, sell, assign, transfer, or otherwise dispose of, and to invest in, trade in, deal in and with, goods, wares, merchandise, real and personal property, and services, of every class, kind, and description; except that the continuing corporation is not to conduct a banking, safe deposit, trust, insurance, surety, express, railroad, canal, telegraph, telephone or cemetery company, a building and loan association, mutual fire insurance association, co-operative association, fraternal benefit society, state fair or exposition.

(c) To conduct business in, to have one or more offices in, and to buy, hold, mortgage, sell, convey, lease, or otherwise dispose of real and personal property, including franchises, patents, copyrights, trademarks, and licenses in, the State of Florida and in all other states, territories, possessions and countries.

(d) To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness, and execute such mortgages, transfers of corporate property, or other instruments to secure the payment of corporate indebtedness as required.

(e) To purchase the corporate assets of any other corporation and engage in the same or other character of business.

(f) To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge, or otherwise acquire or dispose of the shares of the capital stock of, or any bonds, securities, or other evidences of indebtedness created by any other corporation of the State of Florida or any state or government, and while owner of such stock to exercise all the rights, powers and privileges of ownership, including the right to vote such stock.

(g) The foregoing clauses shall be construed both as purposes and powers; and it is hereby expressly provided that the foregoing enumeration of specific powers shall not be held to limit or restrict in any manner the powers of the continuing corporation.

3. Capitalization of continuing corporation. The maximum number of shares of stock that the continuing corporation is authorized to have outstanding at any one time is 550,000 shares of common stock having no par value. The amount of capital with which the continuing corporation will begin business shall be the aggregate value of consideration received for all no par value stock to be outstanding when the merger is completed, which sum shall be more than $500. After the merger is completed, the consideration to be paid for each share shall be as fixed by the board of directors of the continuing corporation, and may take the form of services rendered, cash, property, or any other form deemed satisfactory by the board of directors. The holders of the stock of the continuing corporation shall have no preemptive right, as such holders, to purchase any shares which may at any time be sold or offered for sale by the continuing corporation.

4. Directors. The continuing corporation shall have seven directors upon completion of the merger. The number of directors may be increased or diminished from time to time by the by-laws, but shall never be less than three. The directors of this corporation need not be stockholders.

(a) The names and post office addresses of the members of the first board of directors of the continuing corporation are as follows:

Name	Address
Ben Hill Griffin, Jr.	Frostproof, Florida
Laura Frances Griffin	Frostproof, Florida
Clyde Young	c/o Griffin Canners, Inc. Mulberry Road, Bartow, Florida

John Giddens, Jr.	[illegible]
James E. Redd	Frostproof, Florida
R. L. Padgett	Frostproof, Florida
Chesterfield H. Smith	P. O. Box 1068 Bartow, Florida

They shall hold office until their successors are elected or appointed and have qualified.

(b) Any contract or other transaction between the continuing corporation and one or more of its directors, or between the continuing corporation and any firm of which one or more of its directors are members or employees, or in which they are interested, or between the continuing corporation and any corporation or association of which one or more of its directors are shareholders, members, directors, officers, or employees, or in which they are interested, shall be valid for all purposes, notwithstanding the presence of such director or directors at the meeting of the board of directors of the continuing corporation, which acts upon, or in reference to, such contract or transaction, and notwithstanding his or their participation in such action, if the fact of such interest shall be disclosed or known to the board of directors and the board of directors shall, nevertheless, authorize, approve and ratify such contract or transaction by vote of a majority of the directors present, such interested directors or director to be counted in determining whether a quorum is present, but not to be counted in calculating the majority necessary to carry such vote. This provision shall not be construed to invalidate any contract or other transaction which would otherwise be valid under the common and statutory law applicable thereto.

(c) The directors of the continuing corporation may, but shall not be required to, submit any contract or transaction for approval at any annual meeting of the stockholders called for that purpose; and any contract or transaction so approved by a majority vote of a quorum of the stockholders at such meeting shall be binding upon the corporation and all its stockholders, whether or not the contract or transaction would otherwise be subject to attack because of the interest of any of the directors of the corporation for any other reason.

(d) The board of directors may indemnify directors and officers against liability for their good faith acts and omissions.

(e) The board of directors of the continuing corporation is hereby specifically authorized to make provision for reasonable compensation to its members for their services as directors, and to fix the basis and conditions upon which such compensation shall be paid. Any director of the corporation may also serve the corporation in any other capacity and receive compensation therefor in any form.

(f) Vacancies in the board of directors, other than vacancies created by removal or by an increase in the number of directors, shall be filled by the directors remaining in office. Vacancies created by removal or by an increase in the number of directors shall be filled by the stockholders.

(g) The board of directors may exercise such other powers of the continuing corporation which are not inconsistent with the provisions of this agreement or with any by-laws which may be adopted by the stockholders.

OUT 5. Restrictions on transfer of stock. No issued and outstanding stock in this corporation shall be transferred to a person who is not already a stockholder unless the stock shall have first been offered for sale to each of the other stockholders of this corporation at the same price and on the same terms as contained in a bona fide offer received by the stockholder desiring to transfer stock. The offer shall be in writing and shall set forth the price and terms and shall be sent by registered mail to each stockholder at the address listed on the corporation books, and to the corporation. The right to transfer the stock shall not exist until all existing stockholders refuse the offer made as provided above or until they fail for a period of 30 days after receipt of the written offer to accept same by compliance with the terms therein set forth. Within such 30-day period, some of the stockholders or the corporation may accept the offer, with the accepting stockholders having the right to purchase the stock on a pro rata basis among themselves, and the corporation having the right to purchase the stock if the stockholders do not. Regulations as to the formalities and procedure to be followed in effecting the transfer shall be prescribed in the by-laws of this corporation. This provision may be rescinded, terminated, and cancelled (either permanently or for a specified period of time) at any annual or special meeting of the stockholders by a two-thirds vote of all shares issued and outstanding and entitled to vote. The board of directors of the continuing corporation may further restrict the transfer of stock by adopting such restrictions in the by-laws. Each certificate of stock issued by the continuing corporation shall contain a brief reference that transfer of the stock may be restricted by provisions of this agreement or in the by-laws.

§6. Conversion of shares. The manner and basis of payment for the shares of each of the constituent corporations and the manner of converting the shares of each of the constituent corporations into the shares of the continuing corporation shall be as follows:

(a) Immediately upon the effective date of the merger, the issued and outstanding shares of stock of each of the constituent corporations (except Concentrate), ipso facto, without any action on the part of the holders thereof, shall automatically become and be converted into stock of the continuing corporation at the rates specified below; and each outstanding certificate representing shares of stock of the constituent corporation shall thereupon be deemed for all corporate purposes to evidence the ownership of the number of fully-paid, non-assessable shares of stock of the continuing corporation into which such shares of stock of the constituent corporation shall have been so converted:

Number of shares in a constituent corporation . . .		. . . which are converted into this number of shares of the continuing corporation
Name	Number	
Griffin	1	14.
Canners	1	0.9
Service	1	6.25

Fruit	4	1.
Lands	1	28.
Groves	1	33.5
Smith	150	1.
Properties	1	625

(b) Immediately upon the effective date of the merger, the shares of stock of Smith owned and held by Griffin shall cease to exist and shall be deemed cancelled, retired and eliminated, and no shares of stock of the continuing corporation shall be issued in respect thereof.

(c) Immediately upon the effective date of the merger, the issued and outstanding shares of stock of Concentrate shall be deemed shares of stock of the continuing corporation.

(d) After the effective date of the merger and on or after the date fixed for such purpose by the board of directors of the surviving corporation, each holder of an outstanding certificate or certificates representing stock of the constituent corporations (except Concentrate) shall surrender the same to the continuing corporation, and such holder shall thereupon be entitled to receive in exchange a certificate or certificates representing the number of shares of stock of the continuing corporation into which the shares of stock represented by the certificate or certificates so surrendered shall have been converted. At the option of the board of directors of the continuing corporation, certificates of Concentrate may be amended to state the name and authorized capital of the continuing corporation, or holders of such certificates may surrender the same and be issued therefor certificates of the continuing corporation, each share of Concentrate being the same as each share of the continuing corporation.

6. Terms and conditions of merger. The terms and conditions of the merger are as follows:

(a) The by-laws of Concentrate, as they shall exist on the effective date of the merger, shall be the by-laws of the continuing corporation, until altered, amended, or repealed as therein provided.

(b) The present officers of Concentrate shall be and remain the officers of the continuing corporation and shall hold office until their respective successors shall be elected or appointed and shall qualify. The board of directors of the continuing corporation, if it so elects, may hold a special election of officers of the continuing corporation within sixty days after the effective date of the merger.

(c) The continuing corporation is to have perpetual existence.

(d) The post office address of the principal office of the continuing corporation in the State of Florida is Scenic Highway, P. O. Box 127, Frostproof, Florida. The board of directors of the continuing corporation may from time to time move the principal office to any other address in Florida, and may from time to time establish branch offices at any place.

(e) The fiscal year of Concentrate which begins November 1 and ends October 31 is to be the fiscal year of the continuing corporation until changed by its board of directors.

(f) The continuing corporation shall pay all the expenses of carrying this agreement into effect and of accomplishing this merger.

(g) None of the constituent corporations shall issue or sell, or issue rights to subscribe to, any shares of its capital stock prior to the effective date of the merger, nor shall any of the constituent corporations declare or pay any dividends prior to the effective date of the merger, except that the stockholders of Concentrate shall make the exchange referred to in the background premises.

(h) None of the constituent corporations shall incur, prior to the effective date of the merger, any obligation not within the express contemplation of this agreement, whether by contract or otherwise, except pursuant to existing agreements and arrangements and except in the ordinary course of business, nor dispose of any material portion of its business or property.

(i) Upon the effective date of the merger, the separate existence of the constituent corporations (except Concentrate) shall cease, and the constituent corporations shall become a single Florida corporation merged into Concentrate in accordance with this agreement, possessing all the rights, privileges, powers, franchises, whether or not by their terms assignable, and immunities, as well as of a public or private nature, and properties, real, personal and mixed belonging to all the constituent corporations, however acquired. All rights of creditors and all liens upon the property of the constituent corporations shall be preserved unimpaired, limited in lien to the property affected by such liens at the time of the merger, and all debts, contracts, liabilities, obligations, and duties of the respective constituent corporations shall thenceforth attach to the continuing corporation, and may be enforced against it to the extent as if they had been incurred or controlled by it.

(j) If, at any time the continuing corporation shall consider or be advised that any further assignments or assurances in law or any things are necessary to vest in the continuing corporation, according to the terms hereof, the title to any property or rights of any of the constituent corporations, the proper officers and directors of such constituent corporation shall and will execute and make all such proper assignments and assurances and do all things necessary or proper to vest title in such property or rights in the continuing corporation, and otherwise to carry out the purposes of this agreement.

(k) Upon the effective date of the merger, the assets and liabilities of the constituent corporations shall be carried on the books of the continuing corporation at the amounts at which they shall respectively be carried on such date on the books of the constituent corporations, subject to such intercompany adjustments or eliminations as may be required to give effect to the merger. The capital stock of the continuing corporation shall be issued to its stockholders in accordance with paragraph 6 of this agreement.

(l) This agreement may be terminated and the merger herein provided for may be abandoned by any or all of the constituent corporations at any time prior to the effective date.

7. 8. Effective date of merger.

(a) This agreement shall be submitted to the stockholders of record of each of the constituent corporations, and adopted by such stockholders; the secretary of each constituent corporation shall certify such stockholder approval; the president and secretary of each constituent corporation shall sign and acknowledge this agreement; and the agreement shall be filed in the office of the secretary of state of the State of Florida and the proper fees and taxes paid to the secretary of state; all in accordance with Section 608.20(2), Florida Statutes.

(b) Upon such filing of this agreement, the merger herein provided for shall be and become effective at the opening of business on the date of such filing, and that date shall be the "effective date" of the merger.

8. 9. Right to amend certificate of incorporation. This agreement of merger shall constitute the certificate of incorporation of the surviving corporation from and after the effective date of the merger. The continuing corporation hereby reserves the right to amend, alter, change, or repeal any provisions contained in its certificate of incorporation in the manner now and hereinafter prescribed by the laws of the State of Florida and all rights conferred on stockholders therein are subject to this reservation.

9. 10. Plan of reorganization. This agreement constitutes the plan of reorganization of the constituent corporations.

IN WITNESS WHEREOF, the holders of a majority of the voting stock of each of the constituent corporations present at a meeting have designated B. H. Griffin, Jr. as the person to sign this agreement for the constituent corporations and to affix their corporate seals, and he has signed this agreement and affixed those corporate seals.

"CONSTITUENT CORPORATIONS"

(corporate seals)

By: /s/ B. H. Griffin, Jr.
B. H. Griffin, Jr.

(all corporate seals were affixed)

CERTIFICATE: The undersigned secretaries of the constituent corporations hereby certify that the above merger agreement has been submitted to a meeting of the stockholders of record of each of the constituent corporations after required notice of the time, place and purpose of the meeting had been given to such stockholders, whether entitled to vote or not; that the merger agreement was adopted by the holders of such stock in each of the constituent corporations in the duly prescribed manners; and that they have been authorized to certify the fact of such approval on this agreement under the respective seals of the constituent corporations.

(corporate seals)

/s/ James E. Redd
James E. Redd, as secretary of Concentrate and Properties

(corporate seal)

/s/ John Giddens, Jr.
John Giddens, Jr., as secretary of Griffin

(corporate seal)

/s/ Clyde Young
Clyde Young, as secretary of Commerc

(corporate seals)

/s/ Frances W. Fernandex
Frances W. Fernandez, as secretary of Lands, Fruit, Service, Smith and Groves

(all corporate seals were affixed)

IN WITNESS WHEREOF, the above agreement having been adopted and certified in accordance with Section 608.20(2), Florida Statutes, the agreement of merger has been signed by the president and secretary of each of the constituent corporations this 26 day of January, 1961, under the respective corporate seals thereof, and has been duly acknowledged by the president of each of the constituent corporations to be the act, deed and agreement of that corporation.

"CONSTITUENT CORPORATIONS"

Attest:

By: /s/ B. H. Griffin, Jr.
B. H. Griffin, Jr., as president of each of the constituent corporations

/s/ James E. Redd
James E. Redd, as secretary of Concentrate and Properties

/s/ John Giddens, Jr.
John Giddens, Jr., as secretary of Griffin

/s/ Clyde Young
Clyde Young, as secretary of Canners

/s/ Frances W. Fernandez
Frances W. Fernandez, as secretary of Lands, Fruit, Service, Smith and Groves

(all corporate seals were affixed)

STATE OF FLORIDA
COUNTY OF POLK

I hereby certify that on this day before me, the undersigned notary public authorized in the state and county named above to take acknowledgments, personally appeared B. H. GRIFFIN, JR., as president of the following nine Florida corporations: GRIFFIN CONCENTRATE CO., BEN HILL GRIFFIN, INC., GRIFFIN CANNERS, INCORPORATED, GRIFFIN CITRUS SERVICE COMPANY, GRIFFIN FRUIT CO., GRIFFIN LANDS, INC., GRIFFIN GROVES, INC., GRIFFIN & SMITH, INC., and GRIFFIN PROPERTIES, INC., known to me to be the person described as president of each of said corporations, and he acknowledged before me that he signed and executed the agreement of merger in behalf of each of said corporations and that the agreement of merger is the act, deed and agreement of each of said corporations.

Witness my hand and official seal in the state and county named above this January 26 , 1961.

(notary seal affixed)

/s/ Frances W. Fernandez
Notary Public, State of Florida at Large.

My commission expires:

Aug. 26, 1962

2

27

835

Page 1

CORPORATE PRIVILEGE TAX RETURN
FOR FOREIGN AND DOMESTIC CORPORATIONS

State of Florida
DEPARTMENT OF REVENUE
Tallahassee, Florida

Refer to This Number in All Correspondence

Taxable Period 7-1-71 through 12-31-71
Delinquent if filed after 11-1-71

GRIFFIN -BEN HILL- INC
JAMES E REDD
P O BOX 127
FROSTPROOF FLA 33843

63-14-0-227835
09/09/59
1971

NOV-23-71 60987 KS 2 27878 6—CK— 2.75814

1. Ben Hill Griffin, Inc. (Give exact name of corporation) 2. 59-0585518 Employer ID #

3. a. P. O. Box 127 (Street Address of Home Office) Frostproof (City) Polk (County) Florida (State) 33843 (Zip)

b. (Mailing Address if other than Home Office)

4. a. B. H. Griffin, Jr. (Officers Names) — Chairman of the Board & Chief Executive Officer (Title) — Frostproof, Fla. (Street Address)

b. B. H. Griffin III — President — Frostproof, Fla.

c. James E. Redd — Executive Vice President — Frostproof, Fla.

d. John Alexander — Treasurer - Asst. Sec. — Frostproof, Fla.

5. a. B. H. Griffin, Jr. (Directors Trustees or Managers) — Frostproof, Fla. (Street Address)

b. B. H. Griffin III — Frostproof, Fla.

c. Kingswood Sprott — Lake Wales, Fla.

d. John Alexander — Frostproof, Fla.

6. James E. Redd (Resident Agent Name) — Frostproof, Fla. (Street Address)

7. Last meeting of Directors ______ (Month - Day - Year) 8. Corporation Active? Yes (Yes or No) 9. If inactive, inactivity began ______ (Month - Day - Year)

10. General Nature of Business Citrus 11. Date Incorporated 9-9-59 (Month - Day - Year) 12. If foreign corporation, Date Qualified in Fla. ______ (Month - Day - Year)

13. Capital Stock:

	Class or Type	Par or Stated Value	Shares Authorized	Shares Issued Number	Shares Issued Book Value
(a)	common stock	no par	550,000	319,485	$1,341,471.21
(b)					$
(c)					$
(d)					$
(e)	Total Book Value of Stock Issued				$1,341,471.21

14. If you do not have capital stock, describe the general rules applicable to all members by which the property rights and interests of each are determined ______

15. Close of annual accounting period for this return October 31 1970. (See General Instructions)

16. I/We declare that all Florida documentary stamp taxes applicable to corporate stock transactions for the 12 month period ending June 30, 1971 have been paid as required under Chapter 201, Florida Statutes, and I/we further declare that this return is true and correct.

[Corporate Seal]

Ben Hill Griffin, Inc. (Corporation Name)

Attest: John A. [signature] Secretary or Assistant Secretary

By: B H Griffin [signature] President or Vice President

Send Original Copies (with Remittance) TO THE DEPARTMENT OF REVENUE, TALLAHASSEE, FLORIDA
Send Department of State Copy to The Department of State, Tallahassee, Florida

REMOVE PERFORATED EDGES FROM BOTH SIDES AND READ INSTRUCTIONS ON BACK OF PAGE 1 OF ORIGINAL

REMOVE PERFORATED EDGES FROM BOTH SIDES AND READ INSTRUCTIONS ON BACK OF PAGE 1 OF ORIGINAL

CAR D.C. 1188

Corporation Report and Tax Return for Foreign and Domestic Corporations

State of Florida
DEPARTMENT OF REVENUE
Tallahassee, Florida

020 169

Refer to This Number in All Correspondence
03-14-0-227035
09/09/59

This return is due on July 1
1971

GRIFFIN -BEN HILL- INC
JAMES E REDD
P O BOX 127
FROSTPROOF FLA 33843

JUL-19-71 966472 J#02 27935 6 — CK — 1,500.00

1. Ben Hill Griffin, Inc. (Give exact name of corporation)

2. Citrus Grower-Processor (General nature of business)

3. P. O. Box 127 (Street or Post Office Box of principal place of business) — Frostproof (City) — Polk (County) — Florida (State)

4. (Officers Name) — (Title) — (Address)

	Officers Name	Title	Address
a.	B. H. Griffin, Jr.	Chairman of the Board & Chief Executive Officer	Frostproof, Florida
b.	B. H. Griffin III	President	Frostproof, Florida
c.	James E. Redd	Exec. Vice President	Frostproof, Florida
d.	John Alexander	Treasurer -Asst. Secretary	Frostproof, Florida

5. (Directors Names) (Law requires at least (3) three) — (Address)

	Directors Name	Address
a.	B. H. Griffin, Jr.	Frostproof, Florida
b.	B. H. Griffin III	Frostproof, Florida
c.	Kingswood Sprott	Frostproof, Florida
d.	John Alexander	Frostproof, Florida

6. James E. Redd (Resident Agent Name) — Frostproof, Florida (Address)

7. Last meeting of Directors 5-25-71 (Month - Day - Year)
8. Corporation Active? Yes (Yes or No)
9. If inactive, inactivity began ______ (Month - Day - Year)

10. If inactive, will corporation begin business in the future? ______ (Yes or No)
11. Date Incorporated 9-9-59 (Month - Day - Year)
12. If foreign corporation, Date Qualified in Fla. ______ (Month - Day - Year)

13. Total Authorized Capital Stock:

______ (No. of shares with par value) $ ______ (Par value each)

______ (No. of shares with par value) $ ______ (Par value each)

550,000 (No. of shares without par or nominal value)

14. Outstanding Capital Stock: (issued)

	No. of shares	Par value each	Total value
(a)		$	$
(b)			
(c)	118,837 (No. of shares without par or nominal value)		1,315,051.21 (Total actual value)
(d) Total (a) + (b) + (c)			$ 1,315,051.21 (Total value)

15. Amount of tax Due $ 1,500.00

16. Less Credit Memo if any $ ______

17. Penalty and Interest (see instructions) $ ______

18. Amount of tax remitted with this return $ 1,500.00

19. If foreign corporation, give amount of capital employed in Florida. $ ______

20. If foreign corporation, give the number of States in which you do business. ______

21. We, the undersigned, certify the above statement of facts to be true and correct as shown by our books.

B H Griffin III
By President ~~or Vice-President~~

Attest: John A. Alexander
Asst. Secretary

STATE OF Florida
COUNTY OF Polk

Personally appeared before me B. H. Griffin III
who deposes and says that he executed this certificate for and in behalf of said corporation and that the statement herein contained is true and correct to the best of his knowledge and belief.

Sworn to and subscribed before me this 30 day of June 1971

[signature]
Signature of Notary taking acknowledgment
Notary Public State of Florida at Large
My Commission Expires February 16, 1975

(Notary Seal)

FORM DR-105

Send Original (with Remittance) TO THE DEPARTMENT OF REVENUE, TALLAHASSEE, FLORIDA
Send First Copy to The Department of State, Tallahassee, Florida

ORIGINAL

(SEE INSTRUCTIONS ON BACK OF LAST COPY)

Corporation Report and Tax Return for Foreign and Domestic Corporations

State of Florida
DEPARTMENT OF REVENUE
Tallahassee, Florida

Refer to This Number in All Correspondence

This return is due on July 1

GRIFFIN -BEN HILL- INC
JAMES E REDD
P O BOX 127
FROSTPROOF FLA 33843

69-14-8-227033 1970
09/09/59

1,500.00

1. Ben Hill Griffin, Inc. (Give exact name of corporation)
2. Citrus grower - processor (General nature of business)

3. P. O. Box 127 (Street or Post Office Box of principal place of business) Frostproof (City) Polk (County) Florida (State)

4. a. B. H. Griffin, Jr. (Officers-Name) President (Title) Frostproof, Florida (Address)
b. James E. Redd Exec. Vice Pres. Frostproof, Florida
c. B. H. Griffin, III Vice Pres. Frostproof, Florida
d. W. A. Dillard Treasurer Frostproof, Florida

5. a. B. H. Griffin, Jr. (Directors - Name) (Law requires at least (3) three) Frostproof, Florida (Address)
b. B. H. Griffin, III Frostproof, Florida
c. Chesterfield H. Smith Bartow, Florida
d. Kingswood, Sprott Lake Wales, Florida

6. James E. Redd (Resident Agent Name) Frostproof, Florida (Address)

7. Last meeting of Directors 3-10-70 (Month - Day - Year) 8. Corporation Active? Yes (Yes or No) 9. If inactive, inactivity began ______ (Month - Day - Year)

10. If inactive, will corporation begin business in the future? ______ (Yes or No) 11. Date Incorporated 9-9-59 (Month - Day - Year) 12. If foreign corporation, Date Qualified in Fla. ______ (Month - Day - Year)

13. Total Authorized Capital Stock:

______ $ ______
______ $ ______
550,000 (No. of shares without par or nominal value)

14. Outstanding Capital Stock: (issued)

(a) ______ $ ______ $ ______
(b) ______
(c) 229,485 1,341,471.21
(d) Total (a) + (b) + (c) $ 1,341,471.21

15. Amount of tax Due $ 1,500.00

16. Less Credit Memo if any $ ______

17. Penalty and Interest (see instructions) $ ______

18. Amount of tax remitted with this return $ 1,500.00

19. If foreign corporation, give amount of capital employed in Florida. $ ______

20. If foreign corporation, give the number of States in which you do business. ______

21. We, the undersigned, certify the above statement of facts to be true and correct as shown by our books.

B H Griffin
President

Attest: James E Redd
Secretary

STATE OF Florida
COUNTY OF Polk

Personally appeared before me B. H. Griffin, Jr.
who deposes and says that he executed this certificate for and in behalf of said corporation and that the statement herein contained is true and correct to the best of his knowledge and belief.

Sworn to and subscribed before me this 24 th day of April 1970

(Notary Seal)

W A Dillard
Signature of Notary taking acknowledgment
Notary Public, State of Florida at Large
My Commission Expires Nov. 29, 1971
Bonded by Transamerica Insurance Co.

FORM SR-108

Send Original (with Remittance) TO THE DEPARTMENT OF REVENUE, TALLAHASSEE, FLORIDA
Send First copy to The Department of State, Tallahassee, Florida

ORIGINAL

(SEE INSTRUCTIONS ON BACK OF LAST COPY)

Corporation Report and Tax Return for Foreign and Domestic Corporations

State of Florida
FLORIDA REVENUE COMMISSION
Tallahassee, Florida

Refer to This Number in All Correspondence: 63-14-8-227835 09/09/59

This return is due on July 1 — 1969

GRIFFIN BEN HILL INC
JAMES E REDD
P O BOX 127
FROSTPROOF FLA 33843

(General nature of business) 2. Citrus Grower - Processor

1. Ben Hill Griffin, Inc. (Give exact name of corporation)

3. P. O. Box 127 (Street or Post Office Box of principal place of business) — Frostproof (City) — Polk (County) — Florida (State)

4. (Officers-Name) / (Title) / (Address)
a. B. H. Griffin, Jr. — President — Frostproof, Florida
b. James E. Redd — Executive Vice President- Sec'y. — Frostproof, Florida
c. B. H. Griffin, III — Vice President — Frostproof, Florida
d. W. A. Dillard — Treasurer — Frostproof, Florida

5. (Directors - Name) (Law requires at least (3) three) / (Address)
a. B. H. Griffin, Jr. — Frostproof, Florida
b. B. H. Griffin, III — Frostproof, Florida
c. Chesterfield H. Smith — Ba rtow, Florida
d. Kingswood Sprott — Lake Wales, Florida

6. James E. Redd (Resident Agent Name) — Frostproof, Florida (Address)

7. Last meeting of Directors 3-11-69 (Month - Day - Year)
8. Corporation Active? yes (Yes or No)
9. If inactive, inactivity began ____ (Month - Day - Year)
10. If inactive, will corporation begin business in the future? ____ (Yes or No)
11. Date Incorporated 9-9-59 (Month - Day - Year)
12. If foreign corporation, Date Qualified in Fla. ____ (Month - Day - Year)

13. Total Authorized Capital Stock:
- ____ (No. of shares with par value) $ ____ (Par value each)
- ____ (No. of shares with par value) $ ____ (Par value each)
- 550,000 (No. of shares without par or nominal value)

14. Outstanding Capital Stock: (issued)
- (a) ____ $ ____ $ ____
- (b) ____
- (c) 319,485 — 1,462,499 35
- (d) Total (a) + (b) + (c) $ 1,462,499 35

15. Amount of tax Due $ 1,500 00
16. Less Credit Memo if any $ ____
17. Penalty and Interest (see instructions) $ ____
18. Amount of tax remitted with this return $ 1,500 00
19. If foreign corporation, give amount of capital employed in Florida. $ ____
20. If foreign corporation, give the number of States in which you do business. ____

21. We, the undersigned, certify the above statement of facts to be true and correct as shown by our books.

B H Griffin — President

Attest: James E. Redd — Secretary

STATE OF Florida
COUNTY OF Polk

Personally appeared before me B. H. Griffin, Jr. who deposes and says that he executed this certificate for and in behalf of said corporation and that the statement herein contained is true and correct to the best of his knowledge and belief.

Sworn to and subscribed before me this 14 th. day of April 1969

W. A. Dillard — Signature of Notary taking acknowledgment. Notary Public, State of Florida at Large. My commission expires Nov. 29, 1971. Bonded by Transamerica Insurance Co.

(Notary Seal)

Send Original (with Remittance) TO FLORIDA REVENUE COMMISSION, TALLAHASSEE, FLORIDA.
Send First copy to Secretary of State, Tallahassee, Florida

FORM FRC 100 — ORIGINAL

(SEE INSTRUCTIONS ON BACK OF LAST COPY)

Corporation Report and Tax Return for Foreign and Domestic Corporations

State of Florida
FLORIDA REVENUE COMMISSION
Tallahassee, Florida

Refer to This Number in All Correspondence

This return is due on July 1

GRIFFIN BEN HILL INC
JAMES E REDD
P O BOX 127
FROSTPROOF FLA 33843

63-14-8-227835
09/09/59

1968

JUN-28-68 457794 J# 2 270358 — CK — 1,500.00

1. BEN HILL GRIFFIN, INC. (Give exact name of corporation)

2. Citrus growing - processing (General nature of business)

3. P. O. Box 127 (Street or Post Office Box of principal place of business) — Frostproof (City) — Polk (County) — Florida (State)

4. (Officers-Name) — (Title) — (Address)

a. B. H. Griffin, Jr. — President — Frostproof, Florida

b. James E. Redd — Exec. Vice Pres. & Secretary — Frostproof, Florida

c. Ben Hill Griffin, III — Vice President — Frostproof, Florida

d. W. A. Dillard — Treasurer — Frostproof, Florida

5. (Directors - Name) (Law requires at least (3) three) — (Address)

a. B. H. Griffin, Jr. — Frostproof, Florida

b. Ben Hill Griffin, III — Frostproof, Florida

c. Chesterfield H. Smith — Bartow, Florida

d. Kingswood Sprott — Lakes Wales, Florida

6. James E. Redd (Resident Agent Name) — Frostproof, Florida (Address)

7. Last meeting of Directors Mar. 12 1968 (Month - Day - Year)

8. Corporation Active? Yes (Yes or No)

9. If inactive, inactivity began ______ (Month - Day - Year)

10. If inactive, will corporation begin business in the future? ______ (Yes or No)

11. Date Incorporated 9/9/59 (Month - Day - Year)

12. If foreign corporation, Date Qualified in Fla. ______ (Month - Day - Year)

13. Total Authorized Capital Stock:

______ (No. of shares with par value) $ ______ (Par value each)

______ (No. of shares with par value) $ ______ (Par value each)

550,000 (No. of shares without par or nominal value)

14. Outstanding Capital Stock: (issued)

(a) ______ (No. of shares with par value) $ ______ (Par value each) $ ______ (Total value)

(b) ______ (No. of shares with par value) ______ (Par value each) ______ (Total value)

(c) 319,485 (No. of shares without par or nominal value) — 1,440,841.16 (Total value)

(d) Total (a) + (b) + (c) $ 1,440,841.16

15. Amount of tax Due $ 1,500.00

16. Less Credit Memo if any $ ______

17. Penalty and Interest (see instructions) $ ______

18. Amount of tax remitted with this return $ 1,500.00

19. If foreign corporation, give amount of capital employed in Florida $ ______

20. If foreign corporation, give the number of States in which you do business ______

21. We, the undersigned, certify the above statement of facts to be true and correct as shown by our books.

B H Griffin Jr
By President or [illegible]

Attest: James E Redd
Secretary

STATE OF Florida

COUNTY OF Polk

Personally appeared before me B. H. Griffin, Jr.
who deposes and says that he executed this certificate for and in behalf of said corporation and that the statement herein contained is true and correct to the best of his knowledge and belief.

Sworn to and subscribed before me this 5th day of April 1968.

NOTARY PUBLIC, STATE OF FLORIDA AT LARGE
MY COMMISSION EXPIRES AUG. 30, 1970
BONDED THROUGH FRED W. DIESTELHORST

Frances W. [illegible]
Signature of Notary taking acknowledgment

(Notary Seal)

FORM FRC-108

Send Original (with Remittance) TO FLORIDA REVENUE COMMISSION, TALLAHASSEE, FLORIDA
Send First copy to Secretary of State, Tallahassee, Florida

ORIGINAL

(SEE INSTRUCTIONS ON BACK OF LAST COPY)

Pd Polk Charter No. B-27835 Frostproof 9-10-59

Name GRIFFIN (BEN HILL), INC.

Address James E. Redd, Frostproof, Florida

P. O. Box 127

Date	Amount	Years	Date	Amount	Years
8-1-60	80.55	1960			
8-1-61	100.00	1961			
7-23-62	200.00	1962			
7-2-63	200.00	1963			
550,000 shrs @ npv					

Date	Amount	Years	Date	Amount	Years

CORPORATION ANNUAL REPORT

ANNUAL FILING FEES
$5.00 - PROFIT CORP.
$2.00 - NON-PROFIT CORP.

DUE—JAN. 1 DELINQUENT—JULY 1

VALIDATION AREA—DO NOT WRITE IN THIS SPACE

MY 29 75 1 061*******5.00

REMIT THIS FORM & FILING FEE TO

SECRETARY OF STATE
THE CAPITOL
TALLAHASSEE, FLORIDA
32304

(1) 227835 1 CHARTER NUMBER

(2) 09/09/1959 DATE INC. OR IF FOREIGN DATE QUALIFIED IN FLA.

(3) SIC CODE 0170

(3a) CHANGE TO:

1974 YEAR OF LAST REPORT FILED IN THIS OFFICE

1975 YEAR(S) THIS REPORT COVERS

(4) FED EMPLOYER ID. NO. 59-0585518

(4a) CHANGE TO:

(5) FISCAL CLOSE OF ACCOUNTING PERIOD (MO) 10

(5a) CHANGE TO:

(6) EXACT NAME: GRIPPIN (BEN HILL) INC.

APPROVED AND FILED
MAY 30 11 57 AM 1975
FLORIDA DEPT. OF STATE CORPORATIONS DIVISION TALLAHASSEE, FLORIDA

JA 8-20-75

(7) IF RESIDENT AGENT AND OR ADDRESS IS DIFFERENT, WRITE THIS OFFICE AT THE ABOVE ADDRESS FOR PROPER FORMS

RESIDENT AGENT AND STREET ADDRESS: REDD, JAMES E
100 East Sixth St.
FROSTPROOF, FL

PLEASE READ INSTRUCTIONS ON BACK

NOTICE: IN THE FUTURE ALL MAIL WILL BE ADDRESSED TO THE PHYSICAL STREET ADDRESS OF CORPORATION TO COMPLY WITH THIS REQUIREMENT, PLEASE CHANGE THE MAILING ADDRESS TO THE PHYSICAL STREET ADDRESS OF THE PRINCIPAL PLACE OF BUSINESS ...

(8) ADDRESS:
227835
GRIPPIN -BEN HILL- INC
JAMES E REDD
P O BOX 127
FROSTPROOF FLA 33843
100 East Sixth St.

(8a) CHANGE TO:

NO P.O. BOX

(9)

OFFICERS/DIRECTORS NAMES	STREET ADDRESS	CITY / STATE	TITLE(S)	
GRIPPIN III, B H		FROSTPROOF, FL	PRES	DIR
REDD, JAMES E		FROSTPROOF, FL	V.P.	
ALEXANDER, JOHN		FROSTPROOF, FL	TRES	
GRIPPIN JR, B H		FROSTPROOF, FL	DIR	
SPRUITT, KINGSWOOD		WINTER HAVEN, FL	DIR	

STRIKE THROUGH INCORRECT ENTRY AND TYPE CORRECT INFORMATION IN SPACE PROVIDED IMMEDIATELY BELOW LINE

CAPITAL STOCK

(10)

(10a) CAPITAL STOCK (OR) AGGREGATE BOOK VALUE OF ALL CERTIFICATES OF INTEREST OR PARTICIPATION

CLASS OR TYPE	PAR, NO PAR, OR STATED VALUE	SHARES AUTHORIZED	
Common	No Par	500,000	$1,999,059

IF YOU DO NOT HAVE CAPITAL STOCK, DESCRIBE THE GENERAL RULES APPLICABLE TO ALL MEMBERS BY WHICH THE PROPERTY RIGHTS AND INTERESTS OF EACH ARE DETERMINED

I DECLARE THAT ALL FLORIDA DOCUMENTARY STAMP TAXES APPLICABLE TO CORPORATE STOCK (OR CERTIFICATES OF INTEREST OR PARTICIPATION) TRANSACTIONS DURING THE PREVIOUS YEAR HAVE BEEN PAID AS REQUIRED BY CHAPTER 201, FLORIDA STATUTES. I FURTHER DECLARE THAT I AM THE AUTHORIZED PERSON TO SIGN THE REPORT FOR THIS ENTITY AND THAT IT IS TRUE AND CORRECT.

AUTHORIZED SIGNATURE: John H. Alexander

TITLE: Vice Pres. - Treasurer TEL. NO.

DATE: May 5, 1975

CORP-AR75

CORPORATION ANNUAL REPORT

ANNUAL FILING FEES
$5.00—PROFIT CORP.
$5.00—NON-PROFIT CORP.

DUE—JAN. 1 227835 DELINQUENT—JULY 1

VALIDATION AREA - DO NOT WRITE IN THIS SPACE

REMIT THIS FORM & FILING FEE TO:
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
THE CAPITOL
TALLAHASSEE, FLORIDA
32304

(1) 227835 | 1 — CHARTER NUMBER
(2) 09/09/1959 — DATE INC. OR IF FOREIGN DATE QUALIFIED IN FLA.
(3) SICC 0170
(3a) CHANGE TO:
1975 — YEAR OF LAST REPORT FILED IN THIS OFFICE
1976 — YEAR(S) THIS REPORT COVERS
(4) FED. EMPLOYER ID. NO 59-0585518
(4a) CHANGE TO:

(5) EXACT NAME: GRIFFIN (BEN HILL) INC.

(6) STREET ADDRESS OF PRINCIPAL OFFICE. POST OFFICE BOX ALONE WILL NOT BE ACCEPTABLE
ADDRESS:
227835
GRIFFIN -BEN HILL- INC
JAMES E REDD - 10* EAST SIXTH STREET
P O BOX 127
FROSTPROOF, FLA 33843

(6a) STREET ADDRESS CHANGE

(7) REGISTERED AGENT AND STREET ADDRESS:
REDD, JAMES E
100 EAST SIXTH STREET
FROSTPROOF, FL

(7a) REGISTERED AGENT NAME CHANGE AND/OR ADDRESS CHANGE INCLUDE REGISTERED OFFICE ADDRESS

(8) TYPE CORRECTIONS IN SPACE PROVIDED BELOW. STRIKE THROUGH INCORRECT ENTRIES. CORRECTIONS MUST BE LEGIBLE

NAMES OF ALL OFFICERS AND DIRECTORS	STREET ADDRESS	CITY / STATE	TITLES MUST BE SHOWN	
GRIFFIN III, B H	N. Reeay Blvd.	FROSTPROOF, FL	PRES	DIR
REDD, JAMES E	B Heights Ave.	FROSTPROOF, FL Secretary	V.P.	
ALEXANDER, JOHN R.	827 Sunset Road	FROSTPROOF, FL	TRES	
GRIFFIN JR, B H	10 Lake Brahe Drive	[illegible] Fl ~~FROSTPROOF, FL~~	DIR	[illegible]
SPROTT, KINGSWOOD	700 Ave K SE	WINTER HAVEN, FL	DIR	

DO NOT WRITE IN THIS SPACE — FOR DIVISION USE ONLY

APPROVED AND FILED
JUN 22 1976
FLORIDA DEPT. OF STATE
CORPORATIONS DIVISION
TALLAHASSEE, FLORIDA

6/22/76 [illegible]

I CERTIFY THAT I AM AN OFFICER OF THIS CORPORATION EMPOWERED TO EXECUTE THIS REPORT AS REQUIRED BY CHAPTER 607, FLORIDA STATUTES. I FURTHER CERTIFY THAT I UNDERSTAND BY SIGNATURE ON THIS REPORT SHALL HAVE THE SAME LEGAL EFFECT AS IF MADE UNDER OATH.

SIGNATURE: John R. Alexander
TITLE: Vice Pres. - Treasurer TEL. NO. 635-2251
DATE: Apr 27, 1976

CORP-AR76

B-677

SEE IMPORTANT DISSOLUTION NOTICE ON OTHER SIDE

STATE OF FLORIDA
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS

CORPORATION ANNUAL REPORT
1977

Bruce A. Smathers
Secretary of State
Form COR 620

THIS REPORT MUST BE ACCOMPANIED BY A $5 FEE.

May 9 1 07 PM 1977
DEPT. OF STATE
CORPORATION DIVISION
TALLAHASSEE, FLORIDA

▶ ***READ NOTICE AND INSTRUCTIONS ON OTHER SIDE BEFORE MAKING ENTRIES*** ◀

1. Name and Address of Corporation Principal Office:

227835 GRIFFIN (BEN HILL)
INC.
JAMES E REDD - 100 EAST SIXTH STREET
P O BOX 127
FROSTPROOF, FLA 33843

If above address is incorrect in any way, enter the correct address in Item 2. Include Zip Code.

2. Enter Change of Address of Corporation Principal Office. P.O. Box Number Alone is NOT Sufficient.

Street Address	
P.O. Box No.	
City	
State	Zip Code

3. Date Incorporated or Qualified To Do Business in Florida	4. Federal Employer Identification Number (FEIN)	5. Date of Last Report
09/09/1959	59-0585518	1976

6. Names and Street Addresses of Each Officer and Director

Names of Officers and Directors	Title	Director (x)	Street Address of Each Officer and Director (Do NOT Use Post Office Box Numbers)	City and State
GRIFFIN III, B H	PRES	DIR	N. REEDY BLVD.	FROSTPROOF, FL
REDD, JAMES E		SEC	8 HEIGHTS AVENUE	FROSTPROOF, FL
ALEXANDER, JOHN		TRES	327 SUNSET ROAD	FROSTPROOF, FL
GRIFFIN JR, B H		DIR	10 LAKE BYRD DRIVE	AVON PARK, FL
SPROTT, KINGSWOOD		DIR	200 AVENUE K, S.E.	WINTER HAVEN, FL
(SEE CORRECT LIST ATTACHED)				

7. Registered Agent Information

Name: REDD, JAMES E	Street Address (Do NOT Use P.O. Box Number): 100 EAST SIXTH STREET
City, State and Zip Code: FROSTPROOF, FL	

If you wish to change Registered Agent on this form, enter all new information here ▶

Name	Street Address (Do NOT Use P.O. Box Number)
City, State and Zip Code	

8. An officer of the Corporation must sign this report. This report must be signed by one of the following: The President, Vice President, Secretary, Assistant Secretary or Treasurer or if the Corporation is in the hands of a receiver or trustee, shall be executed on behalf of the Corporation by the receiver or trustee.

No Other Titles Will Be Accepted, Your Report Will Be Returned If It Does NOT Bear An Authorized Signature.

I Certify That I Am An Officer of the Corporation, the Receiver or Trustee Empowered to Execute This Report as Required by Chapter 607 F.S. I further Certify That I Understand My Signature On This Report Shall Have the Same Legal Effect As If Made Under Oath.

Typed Name of Signing Officer	Title	Telephone
John E. Alexander	Vice Pres. - Treas.	6?3-2271

Signature	Date
John E. Alexander	May 2, 1977

THIS REPORT MUST BE ACCOMPANIED BY THE $5 FEE

Names of Officers and Directors	Title	Director	Street Address of Each Officer and Director	City and State
B. H. Griffin, Jr.	Chmn. Board	X	10 Lake Byrd Boulevard	Avon Park, Florida
B. H. Griffin, III	Pres.	X	N. Reedy Boulevard	Frostproof, Florida
John Alexander	Treas.-VP	X	327 Sunset Road	Frostproof, Florida
Preston Troutman	VP	X	N. Reedy Boulevard	Frostproof, Florida
Kingswood Sprott	VP	X	1300 Granada Way	Winter Haven, Florida
Walker E. Blount	—	X	1190 Hibiscus Drive	Bartow, Florida
James E. Redd	Exec.VP &Sec		8 Heights Avenue	Frostproof, Florida
John A. Giddens, Jr.	VP		211 Canfield Avenue	Avon Park, Florida
R. L. Padgett	VP		Lake Lotela	Avon Park, Florida
Lloyd A. Jarrell	VP		Route #3	Plymouth, Indiana
George E. Wetmore	VP		Highland Park	Lake Wales, Florida
Alan H. Hemenway	VP		321 Sunset Road	Frostproof, Florida
Stephen B. Johnson	VP		N. Reedy Boulevard	Frostproof, Florida
J. T. Williford	VP		"F" Street	Frostproof, Florida
Ward Henderson	Asst. Treas		107 Rainbow Boulevard	Babson Park, Florida

No. B 27835 - d

N.H. S(1)

GRIFFIN (BEN HILL), ~~INC.~~ surv.

Capital Stock, $ 100,000 com NPV

Principal Office FROSTPROOF

Filed Sept. 10, 1959

ORIGINAL NAME: GRIFFIN CONCENTRATE CO.

(a) Resident agent filed 10-7-59

(b) CST Ret filed 8-1-60 Ptyr 1960

(c) CST Ret filed 8-1-61 1961

(d) MERGER AGREEMENT among GRIFFIN CONCENTRATE CO., BEN HILL GRIFFIN, INC., GRIFFIN CANNERS, INCORPORATED, GRIFFIN CITRUS SERVICE COMPANY, GRIFFIN FRUIT CO., GRIFFIN LANDS, INC., GRIFFIN GROVES, INC., GRIFFIN & SMITH, INC., and GRIFFIN PROPERTIES, INC., all Florida corps, merging under the name of GRIFFIN CONCENTRATE CO., the surviving corp., with cap of 550,000 com NPV, changing name to BEN HILL GRIFFIN, INC., & amend charter. Filed 8-1-61

(e) Resident agent filed 8-1-61

(F) C.S.T. Ret. Filed JUL 23 '62 Year 1962

8-876

(G) C. S. T. Rpt. Filed JUL 1 1963 1963

(H) C. S. T. Rpt. Filed AUG 4 1964 Year 1964

1965 + 1966 Tax Paid

(i) Amendment. Filed 10-10-66

B-28035

Agreement of Merger between BEN HILL GRIFFIN, INC., and GRIFFIN FERTILIZER CO., both Florida corporations, merging into and under the name of BEN HILL GRIFFIN, INC., the continuing corporation filed on the 1st day of November, A. D. 1972, as shown by the records of this office.

B-876

JUNE-16 780131

THE FILING FEE FOR THE 1978 ANNUAL REPORT IS $10.

STATE OF FLORIDA
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS

CORPORATION ANNUAL REPORT

1978

Bruce A. Smathers
Secretary of State

THIS REPORT MUST BE ACCOMPANIED BY A $10 FEE (Form COR 620) 12 1 77)

▶ *READ NOTICE AND INSTRUCTIONS ON OTHER SIDE BEFORE MAKING ENTRIES* ◀

1. Name and Address of Corporation Principal Office.

227835 GRIFFIN (BEN HILL), INC.
JAMES E REDD - 100 EAST SIXTH STREET
P O BOX 127
FROSTPROOF, FLA 33843

If above address is incorrect in any way, enter the correct address in Item 2. Include Zip Code.

2. Enter Change of Address of Corporation Principal Office. P.O. Box Number Alone is NOT Sufficient.

Street Address
P.O. Box No.
City
State | Zip Code

3. Date Incorporated or Qualified To Do Business in Florida: 09/10/1959

4. Federal Employer Identification Number (FEIN): 59-0585518

5. Date of Last Report: 1977

6. Names and Street Addresses of Each Officer and Director

Names of Officers and Directors	Title	Director (x)	Street Address of Each Officer and Director (Do NOT Use Post Office Box Numbers)	City and State
GRIFFIN III, B H	Pres DIR		N. REEDY BLVD.	FROSTPROOF, FL
REDD, JAMES E (EXEC)	V.P.		~~WRIGHT AVENUE~~	FROSTPROOF, FL
ALEXANDER, JOHN	TRES VP		327 SUNSET ROAD	FROSTPROOF, FL
GRIFFIN JR, B H	Chm of Board DIR		10 [illegible]KE [illegible] DRIVE	AVON PARK, FL
SPROTT, KINGSWOOD	DIR		1[illegible] GRANADA WAY	WINTER HAVEN, FL
HENDERSON, WARD	Asst TRES		[illegible] RAI[illegible]ON BOULEVARD	BABSON PARK, FL
			(Asst [illegible])	

7. Registered Agent information

Name: REDD, JAMES E
Street Address (Do NOT Use P.O. Box Number): 100 EAST SIXTH STREET
City, State and Zip Code: FROSTPROOF, FL 33843

If you wish to change Registered Agent on this form, enter all new information here ▶
Name
Street Address (Do NOT Use P.O. Box Number)
City, State and Zip Code

8. An officer of the Corporation must sign this report. The report must be signed by one of the following: The President, Vice President, Secretary, Assistant Secretary or Treasurer or if the Corporation is in the hands of a receiver or trustee, shall be executed on behalf of the Corporation by the receiver or trustee.

No Other Titles Will Be Accepted. Your Report Will Be Returned If It Does NOT Bear An Authorized Signature.

I Certify That I Am An Officer of the Corporation, the Receiver or Trustee Empowered to Execute This Report as Required by Chapter 607 F.S. I further Certify That I Understand My Signature On This Report Shall Have the Same Legal Effect As If Made Under Oath.

Typed Name of Signing Officer: John R. Alexander
Title: Vice President & Treasurer
Signature: John R. Alexander
Telephone Number: 813-635-2241
Date: May 16 1978

NOTE: THE FILING FEE FOR THE 1978 ANNUAL REPORT IS $10.

JUNE-16 780131

NAMES OF OFFICERS AND DIRECTORS	TITLE	DIRECTOR	STREET ADDRESS OF EACH OFFICER AND DIRECTOR	CITY AND STATE
B. H. Griffin, Jr.	Chmn. Board	X	10 Lake Byrd Boulevard	Avon Park, Florida
B. H. Griffin, III	President	X	N. Reedy Boulevard	Frostproof, Florida
John R. Alexander	VP & Tres.	X	327 Sunset Road	Frostproof, Florida
Preston Troutman	VP	X	N. Reedy Boulevard	Frostproof, Florida
Kingswood Sprott	VP	X	1300 Granada Way	Winter Haven, Florida
Walker B. Blount	--	X	1190 Hibiscus Drive	Bartow, Florida
James E. Redd	Exec.VP&Sec.		8 Heights Avenue	Frostproof, Florida
John A. Giddens, Jr.	VP		211 Canfield Avenue	Avon Park, Florida
R. L. Padgett	VP		Lake Lotela	Avon Park, Florida
Lloyd A. Jarrell	VP		Route #3	Plymouth, Indiana
George E. Wetmore	VP		Highland Park	Lake Wales, Florida
Alan H. Hemenway	VP		321 Sunset Road	Frostproof, Florida
Stephen B. Johnson	VP		N. Reedy Boulevard	Frostproof, Florida
J. T. Williford	VP		"F" Street	Frostproof, Florida
Ward Henderson	Asst. Treas.		107 Rainbow Boulevard	Babson Park, Florida
Charles E. True	VP		"D" Street	Frostproof, Florida

THE FILING FEE FOR THE 1979 ANNUAL REPORT IS $10.

CORPORATION ANNUAL REPORT

1979

STATE OF FLORIDA
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS

MAR 10 11 12 AM 1979

FILED
CORPORATIONS DIVISION
TALLAHASSEE, FLORIDA

THIS REPORT MUST BE ACCOMPANIED BY A $10 FEE

◄ READ NOTICE AND INSTRUCTIONS ON OTHER SIDE BEFORE MAKING ENTRIES ►

1 Name and Address of Corporation Principal Office

227F58
GRIFFIN-BEN HILL- INC
JAMES E REDD - 100 EAST SIXTH STREET
P O BOX 127
FROSTPROOF, FLA 33843

If above address is incorrect in any way enter the correct address including Zip Code

2 Enter Change of Address of Corporation Principal Office. P.O. Box Number Alone is NOT Sufficient

Street Address
P.O. Box No
City
State
Zip Code

3 Date Incorporated or Qualified To Do Business in Florida: 9/10/1959

4 Federal Employer Identification Number (FEIN): 59-0585318

5 Date of Last Report: 1978

6 Names and Street Addresses of Each Officer and Director

Name	Title	Street Address of Each Officer or Director (Do NOT Use P.O. Office Box Numbers)	City and State
GRIFFIN III, B H	P/D	N. REEDY BLVD.	FROSTPROOF, FL
REDD, JAMES E (EXEC)	V/S	6 HEIGHTS AVENUE	FROSTPROOF, FL
ALEXANDER, JOHN	V/T D	327 SUNSET ROAD	FROSTPROOF, FL
GRIFFIN JR, B H	CHM of Board D	10 LAKE BYRD DRIVE	AVON PARK, FL
SPROTT, KINGSWOOD	V/D	1300 GRANDA WAY	WINTER HAVEN, FL
HENDERSON, WARD	D	107 RAINBOW BOULEVARD	BABSON PARK, FL
Trautman, H.P.	D	N. Reedy Blvd.	Frostproof, FL
Blount, W.E.	D	1140 Hibiscus Ave	Babson, FL

7 **Registered Agent Information**

Name: REDD, JAMES E

Street Address (Do NOT Use P.O. Box Number): 100 EAST SIXTH STREET

City, State and Zip Code: FROSTPROOF, FL 33843

If you wish to change Registered Agent on this form, enter all new information below.

Name

Street Address (Do NOT Use P.O. Box Number)

City, State and Zip Code

8 **See signature restrictions under Instructions on reverse side of this form.**

I Certify That I Am An Officer of the Corporation, the Receiver or Trustee Empowered to Execute This Report as Required by Chapter 607 F.S. I further Certify That I Understand My Signature On This Report Shall Have the Same Legal Effects As If Made Under Oath.

DO NOT WRITE IN THIS SPACE

$10

Typed Name of Signing Officer: John R. Alexander

Title: Vice President-Treasurer

Telephone Number: 813-635-2251

Signature: John R. Alexander

Date: 1/26/79

(Form COR100 Rev. 10/23/78) **NOTE: THE FILING FEE FOR THE 1979 ANNUAL REPORT IS $10.**

03-28-79 2 6 695 10.00

8-016

NAMES OF OFFICERS AND DIRECTORS	TITLE	DIRECTOR	STREET ADDRESS OF EACH OFFICER AND DIRECTOR	CITY AND STATE
B. H. Griffin, Jr.	Chmn. Board	X	10 Lake Byrd Boulevard	Avon Park, Florida
B. H. Griffin, III	President	X	N. Reedy Boulevard	Frostproof, Florida
John R. Alexander	VP & Tres.	X	327 Sunset Road	Frostproof, Florida
Preston Troutman	VP	X	N. Reedy Boulevard	Frostproof, Florida
Kingswood Sprott	VP	X	1300 Granada Way	Winter Haven, Florida
Walker E. Blount	--	X	1190 Hibiscus Drive	Bartow, Florida
James E. Redd	Exec.VP&Sec.		8 Heights Avenue	Frostproof, Florida
John A. Giddens, Jr.	VP		211 Canfield Avenue	Avon Park, Florida
R. L. Padgett	VP		Lake Lotela	Avon Park, Florida
Lloyd A. Jarrell	VP		Route #3	Plymouth, Indiana
George E. Wetmore	VP		Highland Park	Lake Wales, Florida
Alan H. Hemenway	VP		321 Sunset Road	Frostproof, Florida
Stephen B. Johnson	VP		N. Reedy Boulevard	Frostproof, Florida
J. T. Williford	VP		"F" Street	Frostproof, Florida
Ward Henderson	Asst. Treas.		107 Rainbow Boulevard	Babson Park, Florida
Charles E. True	VP		"D" Street	Frostproof, Florida

DUE DATE ON OR AFTER JANUARY 1 AND ON OR BEFORE JULY 1 OF EACH YEAR

CORPORATION ANNUAL REPORT

FLORIDA DEPARTMENT OF STATE
George Firestone
Secretary of State
DIVISION OF CORPORATIONS

1980

THIS REPORT MUST BE ACCOMPANIED BY A $10 FEE

DO NOT WRITE IN THIS SPACE

APR 7 ... 1980

... FLORIDA

READ NOTICE AND INSTRUCTIONS ON OTHER SIDE BEFORE MAKING ENTRIES
PLEASE STAPLE CHECK TO ANNUAL REPORT

1. Name and Address of Corporation Principal Office:

227835
GRIFFIN -BEN HILL- INC
JAMES E REDO - 100 EAST SIXTH STREET
P O BOX 127
FROSTPROOF, FLA 33843

If above address is incorrect in any way, enter the correct address in Item 2. Include Zip Code.

2. Enter Change of Address of Corporation Principal Office, P.O. Box Number Alone is NOT Sufficient

Street Address

P.O. Box No

City

State | Zip Code

3. Date Incorporated or Qualified To Do Business in Florida: 9/10/1959

4. Federal Employer Identification Number (FEIN): 59-0585518

5. Date of Last Report: 1979

6. Names and Street Addresses of Each Officer and Director

Names of Officers and Directors	Title	Street Address of Each Officer and Director (Do NOT Use Post Office Box Numbers)	City and State
GRIFFIN III,B H	P/D	N. REEDY BLVD.	FROSTPROOF, FL
REDD,JAMES E (EXEC)	V/S	8 HEIGHTS AVENUE	FROSTPROOF, FL
ALEXANDER,JOHN	V/T/D	327 SUNSET ROAD	FROSTPROOF, FL
GRIFFIN JR,B H (chmn)	D	10 LAKE BYRD DRIVE	AVON PARK, FL
SPROTT,KINGSWOOD	V/D	1300 GRANDA WAY	WINTER HAVEN, FL
HENDERSON, WARD (ASST)	T	107 RAINBOW BOULEVARD	BABSON PARK, FL

7. Registered Agent Information

Name
REDD,JAMES E

Street Address (Do NOT Use P.O. Box Number)
100 EAST SIXTH STREET

City, State and Zip Code
FROSTPROOF, FL 33843

To change the Registered Agent and/or Registered Office a separate statement signed by the new Registered Agent and executed by the President or Vice President of the corporation must be filed with a fee of $3.

8. See signature restrictions under instructions on reverse side of this form.

I Certify That I Am An Officer of the Corporation, the Receiver or Trustee Empowered to Execute This Report as Required by Chapter 607 F.S. I further Certify That I Understand My Signature On This Report Shall Have the Same Legal Effects As If Made Under Oath.

Typed Name of Signing Officer: JAMES E. REDD

Title: SECRETARY

Telephone Number: 813-635-2251

Signature: James E. Redd

Date: 2-20-80

DO NOT WRITE IN THIS SPACE

227835 03-10-80 2 5 401 10.00

(Form COR-660) Rev. 11/1979

B-2003

DUE DATE ON OR AFTER JANUARY 1 AND ON OR BEFORE JULY 1 OF EACH YEAR

DO NOT WRITE IN THIS SPACE

CORPORATION ANNUAL REPORT

FLORIDA DEPARTMENT OF STATE
George Firestone
Secretary of State
DIVISION OF CORPORATIONS

1981

THIS REPORT MUST BE ACCOMPANIED BY A $10 FEE

◄ READ NOTICE AND INSTRUCTIONS ON OTHER SIDE BEFORE MAKING ENTRIES ►

PLEASE STAPLE CHECK TO ANNUAL REPORT

1 Name and Address of Corporation Principal Office

227835
GRIFFIN -BEN HILL. INC
JAMES E REDD - 100 EAST SIXTH STREET
P O BOX 127
FROSTPROOF, FLA 33843

If above address is incorrect in any way, enter the correct address in Item 2. Include Zip Code

2 Enter Change of Address of Corporation Principal Office. P.O. Box Number Alone is NOT Sufficient

Street Address

P.O. Box No.

City

State Zip Code

3 Date Incorporated or Qualified To Do Business in Florida 9/10/1959

4 Federal Employer Identification Number (FEIN) 59-0585518

5 Date of Last Report 1980

6 Names and Street Addresses of Each Officer and Director

Names of Officers and Directors	Title	Street Address of Each Officer and Director (Do NOT Use Post Office Box Numbers)	City and State
GRIFFIN III, B H	P/D	N. REEDY BLVD.	FROSTPROOF, FL
REDD, JAMES E (EXEC)	V/S	8 HEIGHTS AVENUE	FROSTPROOF, FL
ALEXANDER, JOHN	V/T/D	327 SUNSET ROAD	FROSTPROOF, FL
GRIFFIN JR, B H (CHRM)	D	10 LAKE BYRD DRIVE	AVON PARK, FL
SPROTT, KINGSWOOD	V/D	1300 GRANDA WAY	WINTER HAVEN, FL
HENDERSON, WARD (ASST)	T	107 RAINBOW BOULEVARD	BABSON PARK, FL

7 Registered Agent Information

Name
REDD, JAMES E

Street Address (Do NOT Use P.O. Box Number)
100 EAST SIXTH STREET

City, State and Zip Code
FROSTPROOF, FL 33843

To change the Registered Agent and/or Registered Office a separate statement signed by the new Registered Agent and executed by the President or Vice President of the corporation must be filed with a fee of $3

Eu 5-19

8 *See signature restrictions under instructions on reverse side of this form.*

I Certify That I Am An Officer of the Corporation, the Receiver or Trustee Empowered to Execute This Report as Required by Chapter 607 F.S. I further Certify That I Understand My Signature On This Report Shall Have the Same Legal Effects As If Made Under Oath

Typed Name of Signing Officer: JAMES E. REDD

Title: SECRETARY

Telephone Number: 813 635-2251

Signature: James E. Redd

Date: 1-12-81

DO NOT WRITE IN THIS SPACE

227835 05-12-81 2 3 249 10.00

(Form COR 630) Rev. 10/2980

DUE DATE ON OR AFTER JANUARY 1 AND ON OR BEFORE JULY 1 OF EACH YEAR

CORPORATION ANNUAL REPORT

FLORIDA DEPARTMENT OF STATE

DIVISION OF CORPORATIONS

1982

Read Notice and Instructions on Other Side Before Making Entries

Filing Fee of $10 Required — Make Checks Payable To: *Secretary of State*

227835
GRIFFIN -BEN HILL- INC
JAMES E REDD - 100 EAST SIXTH STREET
P O BOX 127
FROSTPROOF, FLA 33843

09/10/1959 59-0585518 05/19/1981

~~GRIFFIN III,B H~~	P/D	~~N. REEDY BLVD.~~	~~FROSTPROOF, FL~~
~~REDD,JAMES E (EXEC)~~	~~V/S~~	~~8 HEIGHTS AVENUE~~	~~FROSTPROOF, FL~~
~~ALEXANDER,JOHN~~	V/T/D	~~327 SUNSET ROAD~~	~~FROSTPROOF, FL~~
GRIFFIN JR,B H (CHRM)	D	10 LAKE BYRD DRIVE	~~AVON PARK, FL~~
~~SPROTT,KINGSWOOD~~	V/D	~~1300 GRANADA WAY~~	~~WINTER HAVEN, FL~~
~~HENDERSON, WARD (ASST)~~	T	~~107 RAINBOW BOULEVARD~~	~~BABSON PARK, FL~~

See Attached Sheet

Registered Agent Information

~~REDD,JAMES E~~	Barrow, Jr., J C
~~100 EAST SIXTH STREET~~	100 East Sixth Street
~~FROSTPROOF, FL 33843~~	Frostproof, Fl 33843

March 11, 1982

Signature JC Barrow Jr June 28, 1982

$3.00 additional fee required for Registered Agent changes

I Certify That I Am An Officer of the Corporation ...
I further Certify That I Understand My Signature On This ...

Signature BH Griffin Jr

Typed Name of Signing Officer: B. H. Griffin, Jr. Title: President

June 28, 1982

813-635-2251

Florida Citrus

B
H
G

Ben Hill Griffin, Inc.

BOX 127
FROSTPROOF, FLORIDA
33843

Florida Department of State
Division of Corporations

(6)

Griffin, Jr., B H		C/P/D	10 Lake Byrd Drive	Avon Park, Fl
Griffin, III, B H	(1st)	V/D	N. Reedy Blvd.	Frostproof, Fl
Alexander, John R		S/D	327 Sunset Rd	Frostproof, Fl
Barrow, Jr., J C	(Asst. S)	T/S	831 Oscela Ave	Lake Wales, Fl
Sprott, Kingswood		V/D	1300 Granda Way	Winter Haven, Fl
De Antonio, Norma J.	(Asst)	T	2007 SR 64 W	Avon Park, Fl
Godwin, R K		V	Rainbow Blvd	Babson Park, Fl
Padgett, R L		V	Lake Lotela Dr	Avon Park, Fl
Hemenway, Alan		V	321 Sunset Rd	Frostproof, Fl
True, C E		V	19 D St	Frostproof, Fl

DUE DATE ON OR AFTER JANUARY 1 AND ON OR BEFORE JULY 1 OF EACH YEAR

CORPORATION ANNUAL REPORT

1983

FLORIDA DEPARTMENT OF STATE

DIVISION OF CORPORATIONS

Read Notice and Instructions on Other Side Before Making Entries

Filing Fee of $10 Required — Make Checks Payable To: *Secretary of State*

227835
GRIFFIN -BEN HILL- INC
[redacted]
P O BOX 127
FROSTPROOF, FLA 33843

700 SOUTH ALT. U. S. 27

3. Date Incorporated or Qualified To Do Business in Florida: 09/10/1959

59-0585516

07/30/1982

6. Names and Street Addresses of Each Officer and Director

Names of Officer and Director	Title	Street Address	City, State	
BARROW, JR J C	A/S/T	831 OSCELA WAY	LAKE WALES, FL	0000
GRIFFIN, III B H	V/D	N REEDY BLVD	FROSTPROOF, FL	0000
GRIFFIN, JR B H	C/P/D	30 LAKE BYRD DRIVE	AVON PARK, FL	0000
ALEXANDER, JOHN R	S/D/V	327 SUNSET RD	FROSTPROOF, FL	0000
DE ANTONIO, NORMA J	A/T	2007 SR 64 WEST	AVON PARK, FL	0000
SPROTT, KINGSWOOD	V/D	1300 GRANADA WAY	WINTER HAVEN, FL	0000
HEMENWAY, A. H.	V	321 SUNSET RD	FROSTPROOF, FL	
PADGETT, R. L.	V	LAKE LOTELA	AVON PARK, FL	
GODWIN, ROYCE	V	RT. 1 BOX 119	BABSON PARK, FL	
TRUE, C. E.	V	19 D STREET	FROSTPROOF, FL	

Registered Agent Information

BARROW, JR J C
100 EAST SIXTH STREET
33843

700 SOUTH ALT. U. S. 27
FROSTPROOF, FLORIDA 33843

9. Pursuant to the provisions of Sections 607.034 and 607.0??, Florida Statutes, the ... submits this statement for the purpose of changing its registered office or registered agent ...

Such change was authorized by resolution duly adopted by its board ...

SIGNATURE ______ (Registered Agent Accepting Appointment) DATE ______

$3.00 additional fee required for Registered Agent changes.

10. See signature restrictions under instructions ...

I Certify That I Am An Officer of the Corporation ...
I further Certify That I Understand My Signature On This Report Shall Have the Same Legal Effect as ...

Signature: John R. Alexander

JANUARY 6, 1983

Typed Name of Signing Officer: JOHN R. ALEXANDER

Title: SECRETARY

813/635-2251

DUE DATE ON OR AFTER JANUARY 1 DELINQUENT AFTER JULY 1 OF EACH YEAR

CORPORATION ANNUAL REPORT 1984

FLORIDA DEPARTMENT OF STATE
George Firestone
Secretary of State
DIVISION OF CORPORATIONS

Read Notice and Instructions on Other Side Before Making Entries
Filing Fee of $10 Required — Make Checks Payable To: Secretary of State

1 Name and Address of Corporation Principal Office

227835
GRIFFIN (BEN HILL), INC.
700 SOUTH ALT U S 27
P O BOX 127
FROSTPROOF, FL

If above address is incorrect in any way, enter the correct address in Item 2 Include Zip Code

2 Enter Change of Address of Corporation Principal Office. P.O. Box Number Alone is NOT Sufficient

Street Address

P O Box No

City

State | Zip Code

3. Date Incorporated or Qualified To Do Business in Florida: 09/10/1959

4 Federal Employer Identification Number FEIN: 59-0585518

5 Date of Last Report: 01/27/1983

6 Names and Street Addresses of Each Officer and Director, as of December 31, 1983

	Names of Officers and Directors	Title	Street Address of Each Officer and Director (Do NOT Use Post Office Box Numbers)	City and State	
1	DE ANTONIO, NORMA J	A/T	2007 S R 64 WEST	AVON PARK, FL	0000
2	ALEXANDER, JOHN R	S/D/V	327 SUNSET RD	FROSTPROOF, FL	0000
3	GRIFFIN, III B H	V/D	N REEDY BLVD	FROSTPROOF, FL	0000
4	SPROTT, KINGSWOOD	V/D	1300 GRANADA WAY	WINTER HAVEN, FL	0000
5	GRIFFIN, JR B H	C/P/D	10 LAKE BYRD ~~DRIVE~~ BLVD.	AVON PARK, FL	0000
6	BARROW, JR J C	D/A/S/T	831 OSCELA WAY	LAKE WALES, FL	0000
	PER ATTACHED				

Registered Agent Information

7 Name and Address of Current Registered Agent

BARROW, JR J C
700 SOUTH ALT U S 27
FROSTPROOF, FL
33843

8 Name and Address of New Registered Agent

Name

Street Address (Do NOT Use P O Box Number)

City, State and Zip Code

9. Pursuant to the provisions of Sections 607.034 and 607.037, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits this statement for the purpose of changing its registered office or registered agent, or both, in the state of Florida.

Such change was authorized by resolution duly adopted by its board of directors on

SIGNATURE ______________ DATE
(Registered Agent Accepting Appointment)

$3.00 additional fee required for Registered Agent changes.

10. See signature restrictions under instructions on reverse side of this form

I Certify That I Am An Officer of the Corporation, the Receiver or Trustee Empowered to Execute This Report as Required by Chapter 607 F.S.
I further Certify That I Understand My Signature On This Report Shall Have the Same Legal Effects As If Made Under Oath

Signature: John R. Alexander | Date: June 13, 1984

Typed Name of Signing Officer: John R. Alexander | Title: Vice President | Telephone Number: 813/635/2251

11. Should you desire a certificate of status check the box below and include an additional $5.00 with your payment

CERTIFICATE OF STATUS DESIRED ☐
$5 Additional fee required for certificates.

COR 820 (1-84)

Florida Citrus

Ben Hill Griffin, Inc.

FROSTPROOF, FLORIDA
33843

1984 Corporation Annual Report

Hemenway, A. H.	V	321 Sunset Road	Frostproof, Fl
Padgett, R. L.	V	Lake Lotela	Avon Park, Fl
Godwin, Royce K.	V	Rt. 1 Box 119	Babson Park, Fl
True, C. E.	V	19 D Street	Frostproof, Fl
Ashcraft, Phillip D.	V	19 Price Drive	Zephyrhills, Fl

CORPORATION

ANNUAL REPORT

1985

2

◀ Read Notice and Instructions on Other Side Before Making Entries ▶

Filing Fee of $20 Required — Make Checks Payable To

227635 6
GRIFFIN (BEN HILL), INC.
700 SOUTH ALT U S 27
P O BOX 227
FROSTPROOF, FL

3 Date Incorporated or Qualified To Do Business: 09/10/1959 | 59-0563563 | 07/09/1984

6 Names and Street Addresses

	Names of Officers and Directors	Title	Street Address	City, State	Zip
1	DE ANTONIO, NORMA J	A/T	2007 S R 64 WEST	AVON PARK, FL	0000
2	ALEXANDER, JOHN R	S/D/V	327 SUNSET RD	FROSTPROOF, FL	0000
3	GRIFFIN, III B H	V/D	N REEDY BLVD	FROSTPROOF, FL	0000
4	SPROTT, KINGSWOOD	V/D	3300 GRANADA WAY	WINTER HAVEN, FL	0000
5	GRIFFIN, JR B H	C/P/D	10 LAKE BYRD BLVD	AVON PARK, FL	0000
6	BARROW, JR J C	D/A/S/T	831 OSCELA WAY	LAKE WALES, FL	0000

Registered Agent Information

7 Name and Address of Current Registered Agent

BARROW, JR J C
700 SOUTH ALT U S 27
FROSTPROOF, FL 33843

8 Name and Address of New Registered Agent

Name

Street Address

City, State and Zip Code

9 Pursuant to the provisions of Sections 607.034 and 607.037, Florida Statutes, the above named corporation organized under the laws of the state of Florida submits this statement for the purpose of changing its registered office or registered agent, or both, in the state of Florida. Such change was authorized by resolution duly adopted by its board of directors on ______

I hereby accept the appointment of registered agent. I am familiar with and accept the obligations of Section 607.325 F.S.

SIGNATURE ______ DATE ______
(Registered Agent Accepting Appointment)

$3.00 additional fee required for Registered Agent changes.

10 See signature restrictions under instructions on reverse side

I Certify That I Am An Officer of the Corporation, the Receiver or Trustee Empowered to Execute This Report As Required by Chapter 607. I further Certify That I Understand My Signature On This Report Shall Have the Same Legal Effect As If Made Under Oath. (Officer signing must be listed in Block 6)

Signature: [signature] | Date: March 26, 1985

Typed Name of Signing Officer: John R. Alexander | Title: Vice President | Telephone Number: 813-635-2251

11 Should you desire a certificate of status check the box. CERTIFICATE OF STATUS DESIRED ☐

$5 additional fee required for a Certificate of Status

Ben Hill Griffin, Inc.

FROSTPROOF, FLORIDA

Ben Hill Griffin, Inc.
1985 Corporation Annual Report
0227835 6

Hemenway, A. H.	V	321 Sunset Road	Frostproof, Fl
Padgett, R. L.	V	Lake Lotela	Avon Park, Fl
Godwin, Royce K.	V	Rt. 1 Box 119	Babson Park, Fl
True, C. E.	V	19 D Street	Frostproof, Fl
Ashcraft, Phillip D.	V	19 Price Drive	Zephyrhills, Fl

DUE DATE ON OR AFTER JANUARY 1 DELINQUENT AFTER JULY 1 OF EACH YEAR

*CORPORATION

ANNUAL REPORT

1986

FLORIDA DEPARTMENT OF STATE

DIVISION OF CORPORATIONS

Read Notice and Instructions on Other Side Before Making Entries

Filing Fee of $20 Required — Make Checks Payable To: Secretary of State

1 Name and Address of Corporation Principal Office

227835 6

GRIFFIN (BEN HILL), INC.

700 SOUTH ALT U S 27

P O BOX 127

FROSTPROOF, FL

2 Enter Change of Address of Corporation Principal Office

Street Address

P.O. Box

City and State

Zip Code

3 Date Incorporated or Qualified To Do Business in Florida: 09/10/1959

4 Federal Employer Identification Number (FEIN): 59-0585518

5 Date of Last Report: 04/02/1985

6 Names and Street Addresses of Each Officer and Director as of December 31, 1985

Names of Officers and Directors	Title	Street Address of Each Officer and Director (Do NOT use Post Office Box Number)	City and State	
DE ANTONIO, NORMA J	A/T	2007 S R 64 WEST	AVON PARK, FL	00000
ALEXANDER, JOHN R	S/D/V	327 SUNSET RD	FROSTPROOF, FL	00000
GRIFFIN, III B H	V/D	N REEDY BLVD	FROSTPROOF, FL	00000
SPROTT, KINGSWOOD	V/D	1300 GRANADA WAY	WINTER HAVEN, FL	00000
GRIFFIN, JR B H	C/P/D	10 LAKE BYRD BLVD	AVON PARK, FL	00000
BARROW, JR J C	A/S/T	831 OSCELA WAY	LAKE WALES, FL	00000

REGISTERED AGENT INFORMATION

7 Name and Address of Current Registered Agent

BARROW, JR J C

700 SOUTH ALT U S 27

FROSTPROOF, FL

33843

8 Name and Address of New Registered Agent

Name 81

Street Address (Do NOT Use P.O. Box Number) 82

City and State 83 FL.

Zip Code 84

9 Pursuant to the provisions of Sections 607.034 and 607.037, Florida Statutes, the above-named corporation, incorporated under the laws of the State of Florida, submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by resolution duly adopted by its board of directors on

I hereby accept the appointment of registered agent. I am familiar with and accept the obligations of Section 607.325 F.S.

SIGNATURE (Registered Agent Accepting Appointment) DATE 7/21/86

$5.00 Additional Fee Required for Registered Agent changes

CR2E034 (1/86)

10 See signature restrictions under instructions on reverse side of this form

I Certify That I Am An Officer of the Corporation, the Receiver or Trustee Empowered to Execute This Report as Required by Chapter 607 F.S.
I further Certify That I Understand My Signature On This Report Shall Have the Same Legal Effects As If Made Under Oath
(Officer signing must be listed in Block 6)

Signature

Date 7/21/86

Typed Name of Signing Officer: John R Alexander

Title: Secretary

Telephone Number: 813/635-2251

11 Should you desire a certificate of status check the box

CERTIFICATE OF STATUS DESIRED ☐

$5 Additional Fee Required for Certificate of Status

Florida Citrus

BHG

Ben Hill Griffin, Inc.

BOX 127
FROSTPROOF, FLORIDA
33843

Ben Hill Griffin, Inc.
1986 Corporation Annual Report
0227835 6

Hemenway, A. H.	V	321 Sunset Road	Frostproof, FL
Padgett, R. L.	V	P. O. Box 1384	Avon Park, FL
Godwin, Royce K.	V	Route 1, Box 119	Babson Park, FL
True, C. B.	V	19 D Street	Frostproof, FL
White, Edward	V	223 Hernando Road	Winter Haven, FL
Daubach, D. R.	V	P. O. Box 1588	Avon Park, FL

FILE NOW! ANNUAL REPORT DELINQUENT AFTER JULY 1, 1987

CORPORATION

ANNUAL REPORT
1987

Filing Fee of $25 Required - Make Checks Payable To Secretary of State

1. Name and Address of Corporation

227835
GRIFFIN (BEN HILL), INC.
700 SOUTH ALT U S 27
P O BOX 127
FROSTPROOF, FL

3. Date Incorporated or Qualified To Do Business in Florida: 09/10/1969

59-0685518

07/25/1986

6. Names and Street Addresses of Officers and Directors

Names of Officers and Directors	Title	Street Address	City and State	
DE ANTONIO, NORMA J	A/T	2007 S R 64 WEST	AVON PARK, FL	00000
ALEXANDER, JOHN R	S/D/V	327 SUNSET RD	FROSTPROOF, FL	00000
GRIFFIN, B.H., III	V/D	N REEDY BLVD	FROSTPROOF, FL	00000
SPROTT, KINGSWOOD	V/D	1300 GRANADA WAY	WINTER HAVEN, FL	00000
GRIFFIN, B.H. JR.	C/P/D	10 LAKE BYRD BLVD	AVON PARK, FL	00000
BARROW, J.C. JR.	A/S/T	831 OSCELA WAY	LAKE WALES, FL	00000

REGISTERED AGENT INFORMATION

7. Name and Address of Current Registered Agent

BARROW, J.C. JR.
700 SOUTH ALT U S 27
FROSTPROOF, FL
33843

8. Name and Address of New Registered Agent

FL.

9. Pursuant to the provisions of Sections 607.034 and 607.037, Florida Statutes, the above named corporation organized under the laws of the State of Florida submits this statement for the purpose of changing its registered office or registered agent or both in the State of Florida. Such change was authorized by resolution duly adopted by its board of directors on

I hereby accept the appointment of registered agent. I am familiar with and accept the obligations of Section 607.325.

SIGNATURE ______ DATE ______
(Registered Agent Accepting Appointment)

10.

I Certify That I Am An Officer of the Corporation or the Receiver or Trustee Empowered to Execute This Report as Required by Chapter 607 F.S.
I Further Certify That I Understand My Signature On This Report Shall Have the Same Legal Effects As If Made Under Oath
(Officer signing must be listed in Block 6)

Signature: [signature]

Date: March 24, 1987

Typed Name of Signing Officer: John R. Alexander

Title: Secretary

Telephone Number: (813) 635-2251

11. Should you desire a certificate of status check the box

CERTIFICATE OF STATUS DESIRED ☐

Ben Hill Griffin, Inc.

FROSTPROOF, FLORIDA
33843

Ben Hill Griffin, Inc.
1987 Corporation Annual Report
0227835 6

Hemenway, A. H.	V	321 Sunset Road	Frostproof, Fl
Padgett, R. L.	V	P. O. Box 1384	Avon Park, Fl
Godwin, Royce K.	V	Route 1, Box 119	Babson Park, Fl
True, C. E.	V	19 D Street	Frostproof, Fl
White, Edward L.	V	223 Hernando Road	Winter Haven, Fl
Daubach, D. R.	V	P. O. Box 1588	Avon Park, Fl
Gross, John	V	13 Lake Byrd Blvd.	Avon Park, Fl

FILE NOW! ANNUAL REPORT DELINQUENT AFTER JULY 1ST.

CORPORATION

ANNUAL REPORT

1988

FLORIDA DEPARTMENT OF STATE

Secretary of State

DIVISION OF CORPORATIONS

Required — Make Checks Payable to Secretary of State

1. Name and Address of Corporation Principal Office

227835

GRIFFIN (BEN HILL), INC.
700 SOUTH ALT U S 27
P O BOX 127
FROSTPROOF, FL

3. Date Incorporated or Qualified To Do Business in Florida: 09/10/1959

Federal Employer Identification Number: 59-0585518

04/21/1987

6. Names and Street Addresses of Each Officer and Director

Names of Officers and Directors	Title	Street Address	City & State	Zip Code
DE ANTONIO, NORMA J	A/T	2007 S R 64 WEST	AVON PARK, FL	00000
ALEXANDER, JOHN R	S/D/V	327 SUNSET RD	FROSTPROOF, FL	00000
GRIFFIN, B.H., III	V/D	N REEDY BLVD	FROSTPROOF, FL	00000
SPROTT, KINGSWOOD	V/D	1300 GRANADA WAY	WINTER HAVEN, FL	00000
GRIFFIN, B.H. JR.	C/P/D T/D	10 LAKE BYRD BLVD	AVON PARK, FL	00000
BARRON, J.C. JR.	~~XXXXX~~	831 OSCELA WAY	LAKE WALES, FL	00000

7. Name and Address of Current Registered Agent

BARRON, J.C. JR.

700 SOUTH ALT U S 27

FROSTPROOF, FL

33843

8. Name and Address of New Registered Agent

Name

Street Address

Street Address

City and State: FL.

Zip Code

9. Pursuant to the provisions of Sections 607.034 and 607.037, Florida Statutes, the above named corporation submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by resolution duly adopted by its board of directors on

I hereby accept the appointment of registered agent. I am familiar with and accept the obligations of Section 607.325 F.S.

SIGNATURE ____ (Registered Agent Accepting Appointment) DATE

10. If a foreign corporation, date first transacted business in Florida

11. See signature restrictions under instructions on reverse side of this form

I Certify That I Am An Officer or Director of the Corporation, the Receiver or Trustee Empowered to Execute This Report as Required by Chapter 607 F.S. I further Certify That I Understand My Signature On This Report Shall Have the Same Legal Effect As If Made Under Oath. (Officer or Director signing must be listed in Block 6.)

Signature: B H Griffin Jr

Date: March 24, 1988

Typed Name of Signing Officer or Director: B. H. Griffin, Jr.

Title: President

Telephone Number: (813)635-2251

12. Should you desire a certificate of status check the box

CERTIFICATE OF STATUS DESIRED

[redacted]

CR2E034 (1/88)

Florida Citrus

BHG

Ben Hill Griffin, Inc.

BOX 127
FROSTPROOF FLORIDA
33843

Hemenway, A. H.	V	321 Sunset Road	Frostproof, Fl
Padgett, R. L.	V	P. O. Box 1384	Avon Park, Fl
Godwin, Royce K.	V	Route 1, Box 119	Babson Park, Fl
True, C. E.	V	41 Tower Lake	Lake Wales, Fl
White, Edward L.	V	223 Hernando Road	Winter Haven, Fl
Daubach, D. R.	V	P. O. Box 1588	Avon Park, Fl
Gross, John	V	13 Lake Byrd Blvd	Avon Park, Fl

FILE NOW ANNUAL REPORT DELINQUENT AFTER JULY 1ST

CORPORATION

ANNUAL REPORT

1989

FLORIDA DEPARTMENT OF STATE

Secretary of State

DIVISION OF CORPORATIONS

Filing Fee of $35 Required – Make Checks Payable To Secretary of State

1 Name and Address of Corporation Principal Office

ZIP + 4

227835 6
GRIFFIN (BEN HILL), INC.
700 SOUTH ALT U S 27
P O BOX 127
FROSTPROOF, FL

09/10/1959 59-0585518 04/06/1988

1	A/T	DE ANTONIO, NORMA J	2007 S R 64 WEST	AVON PARK, FL	00000
2	S/D/V	ALEXANDER, JOHN R	327 SUNSET RD	FROSTPROOF, FL	00000
3	V/D	GRIFFIN, B.H., III	N REEDY BLVD	FROSTPROOF, FL	00000
4	V/D	SPROTT, KINGSWOOD	1300 GRANADA WAY	WINTER HAVEN, FL	00000
5	C/P/D	GRIFFIN, B.H. JR.	10 LAKE BYRD BLVD	AVON PARK, FL	00000
6	T/D	BARROW, J.C. JR.	831 OSCELA WAY	LAKE WALES, FL	00000

REGISTERED AGENT INFORMATION

7 Name and Address of Current Registered Agent

BARROW, J.C. JR.
700 SOUTH ALT U S 27
FROSTPROOF, FL
33843

FL.

9 Pursuant to the provisions of Sections 607.034 and 607.037, Florida Statutes, the above-named corporation ... for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by resolution duly adopted by its board of directors on ...

I hereby accept the appointment as registered agent ...

SIGNATURE ...

(Registered Agent Accepting Appointment)

10 If a foreign corporation, date first transacted business in Florida

11 I Certify That I Am An Officer Or Director of the Corporation ... I Further Certify That I Understand My Signature On This Report Shall Have the Same Legal Effect As If Made Under Oath. (Officer or Director signing must be listed in Block 6)

Signature

B H Griffin Jr

Typed Name of Signing Officer or Director

B. H. Griffin, Jr.

Title

President

February 16, 1989

(813)635-2251

12 Should you desire a certificate of status check the box

CERTIFICATE OF STATUS DESIRED

[redacted]

Florida Citrus

B H G

Ben Hill Griffin, Inc.

BOX 127
FROSTPROOF, FLORIDA
33843

Hemenway, A. H.	V	321 Sunset Road	Frostproof, Fl
Padgett, R. L.	V	P. O. Box 1384	Avon Park, Fl
Godwin, Royce K.	V	Route 1 Box 119	Babson Park, Fl
True, C. E.	V	41 Tower Lake	Lake Wales, Fl
White, Edward L.	V	223 Hernando Road	Winter Haven, Fl
Daubach, D. R.	V	P. O. Box 1588	Avon Park, Fl
Gross, John	V	13 Lake Byrd Blvd	Avon Park, Fl

FILE NOW! THIS ANNUAL REPORT WILL BE DELINQUENT AFTER JULY 1ST

DO NOT WRITE IN THIS SPACE

CORPORATION ANNUAL REPORT 1990

FLORIDA DEPARTMENT OF STATE
Jim Smith
Secretary of State
DIVISION OF CORPORATIONS

1 Name and Address of Corporation Principal Office **227835 6**

ZIP + 4 PRESORT

GRIFFIN (BEN HILL), INC.
700 SOUTH ALT U S 27
P O BOX 127
FROSTPROOF, FL

If above address is incorrect in any way, enter the correct address in item 2. Include Zip Code

2 If Address in Block 1 is incorrect in any way, enter the correct address below. P.O. Box number alone is NOT sufficient. The NAME of the corporation can be changed only by filing an amendment

Street Address 21

P O Box No 22

City and State 23

Zip Code 24

3 Date Incorporated or Qualified To Do Business in Florida **09/10/1959**

4 FEI Number **59-0585518**

FEI Number Applied For
FEI Number Not Applicable

6 Names and Street Addresses of Each Officer and Director (Do not use any correction tape or fluid to cover over incorrect information.)

	Title 1	Names of Officers and Directors 2	Street Address of Each Officer and Director (Do NOT Use Post Office Box Numbers) 3	City and State 4	5
1	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]
1x	A/S/T	DE ANTONIO, NORMA J.	2007 S R 64 WEST	AVON PARK, FL	
2	S/D/V	ALEXANDER, JOHN R	327 SUNSET RD	FROSTPROOF, FL	00000
2x					
3	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]
3x	C/P/D	GRIFFIN, B. H., III	N REEDY BLVD	FROSTPROOF, FL	
4	V/D	SPROTT, KINGSWOOD	1300 GRANADA WAY	WINTER HAVEN, FL	00000
4x					
5	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]
5x					
6	T/D	BARROW, J.C. JR.	831 OSCELA WAY	LAKE WALES, FL	00000
6x					

REGISTERED AGENT INFORMATION

7. Name and Address of Current Registered Agent

BARROW, J.C. JR.
700 SOUTH ALT U S 27
FROSTPROOF, FL
33843

8 Name and Address of New Registered Agent

Name 81

Street Address 1 (Do NOT Use P.O. Box Number) 82

Street Address 2 (Do NOT Use P.O. Box Number) 83

City and State 84 FL Zip Code 85

9 Pursuant to the provisions of Sections 607.034 and 607.037, Florida Statutes, the above-named corporation, incorporated under the laws of the State of Florida, submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida.
Such change was authorized by resolution duly adopted by its board of directors on ____

I hereby accept the appointment of registered agent. I am familiar with and accept the obligations of Section 607.325 F.S.

SIGNATURE ____ DATE ____
(Registered Agent Accepting Appointment)

10 I certify that the information indicated on this annual report or supplemental annual report is true and accurate and that my signature shall have the same legal effects as if made under oath. I further certify that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 607 F.S.

Signature BEN HILL GRIFFIN, INC.
BY: B H Griffin III

Date 6-12-90

Typed Name of Signing Officer or Director: B. H. Griffin, III

Title: Chairman and President

Telephone Number: 813-635-2251

11. Should you desire a certificate of status check the box.

CERTIFICATE OF STATUS DESIRED ☐

Florida Citrus

BHG

Ben Hill Griffin, Inc.

BOX 127
FROSTPROOF, FLORIDA
33843

Ben Hill Griffin, Inc.
1990 Corporation Annual Report
227835 6

Hemenway, A. H.	V	321 Sunset Road	Frostproof, Fl
Padgett, R. L.	V	P. O. Box 1384	Avon Park, Fl
Godwin, Royce K.	V	Route 1 Box 119	Babson Park, Fl
White, Edward L.	V	223 Hernando Road	Winter Haven, Fl
Daubach, D. R.	V	P. O. Box 1588	Avon Park, Fl
Gross, John	V	13 Lake Byrd Blvd.	Avon Park, Fl
Farrington, Raphord	V	1 Lake Byrd Blvd.	Avon Park, Fl
Lightsey, Clifford J.	V	17 Ft. Clinch Heights	Frostproof, Fl

FILE NOW! CORPORATE STATUS WILL BE DELINQUENT AFTER JULY 1ST.

CORPORATION

ANNUAL REPORT

1991

FLORIDA DEPARTMENT OF STATE
Jim Smith
Secretary of State
DIVISION OF CORPORATIONS

DO NOT WRITE IN THIS SPACE

FILING FEE OF $61.25 REQUIRED

1. Name and Mailing Address of Corporation DOCUMENT #227836 (6)

BEN HILL GRIFFIN, INC.
700 SOUTH ALT U S 27
P O BOX 127
FROSTPROOF, FL

If above address is incorrect in any way enter the correct address in item 2. Include Zip Code

2. If Address in Block 1 is incorrect in any way enter the correct address below. P.O. Box is acceptable. The NAME of the corporation can be changed only by filing an amendment.

21 Street Address

22 P.O. Box No

23 City and State

24 Zip Code

3. Date Incorporated or Qualified To Do Business in Florida: 09/10/1959

4. FEI Number: 59-0585518

FEI Number Applied For

FEI Number Not Applicable

5 $8.75 CERTIFICATE OF STATUS DESIRED

6. Names and Street Addresses of Each Officer and Director (Do not use any correction tape or fluid to cover over incorrect information.)

	Title 1	Names of Officers and Directors 2	Street Address of Each Officer and Director (Do NOT Use Post Office Box Numbers) 3	City and State 4	
1	A/S/T	DE ANTONIO, NORMA J	2007 S R 64 WEST	AVON PARK, FL	00000
2	S/D/V	ALEXANDER, JOHN R	327 SUNSET RD	FROSTPROOF, FL	00000
3	C/P/D	GRIFFIN, B.H., III	N REEDY BLVD	FROSTPROOF, FL	00000
4	V/D	SPROTT, KINGSWOOD	1300 GRANADA WAY	WINTER HAVEN, FL	00000
5	T/D	BARROW, J.C. JR.	831 OSCELA NW AVE	LAKE WALES, FL	00000
6					

REGISTERED AGENT INFORMATION

7. Name and Address of Current Registered Agent

BARROW, J.C. JR.
700 SOUTH ALT U S 27
FROSTPROOF, FL
33843

8. Name and Address of New Registered Agent

81 Name

82 Street Address 1 (Do NOT use P.O. Box Number)

83 Street Address 2 (Do NOT use P.O. Box Number)

84 City FL 85 Zip Code

9. Pursuant to the provisions of Sections 607.0502 and 607.1508, Florida Statutes, the above-named corporation submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by the corporation's board of directors.

I hereby accept the appointment as registered agent. I am familiar with and accept the obligations of Section 607.0505, Florida Statutes.

SIGNATURE ____________ DATE ______
(Registered Agent Accepting Appointment)

10. I certify that the information indicated on this annual report or supplemental annual report is true and accurate and that my signature shall have the same legal effect as if made under oath. I further certify that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 607, Florida Statutes, and that my name appears in Block 6 or on an attachment with an address.

SIGNATURE B H Griffin DATE 2/4/91

Typed Name of Signing Officer or Director: B. H. GRIFFIN, III

Title: PRESIDENT

Telephone Number Daytime: (813) 635-2251

FILING FEE OF $61.25 REQUIRED — Make Checks Payable To: Secretary of State. $8.75 Additional Fee for Certificate of Status

FILE NOW! CORPORATE STATUS WILL BE DELINQUENT AFTER JULY 1ST.

CORPORATION ANNUAL REPORT 1992

FLORIDA DEPARTMENT OF STATE
Jim Smith
Secretary of State
DIVISION OF CORPORATIONS

FILING FEE $61.25 Make Payable To: Secretary of State

1. Name and Mailing Address of Corporation DOCUMENT #227835 (6)

BEN HILL GRIFFIN, INC.
700 SOUTH ALT U S 27
P O BOX 127
FROSTPROOF FL 33843-9311

3. 09/10/1959

3a. 02/15/1991

4. 59-0585518

1	2	3	4	
1 A/S/T	DE ANTONIO, NORMA J	~~4007 S R 64 WEST~~ 929 N. Riverdale Road	AVON PARK, FL	00000
2 S/D/V	ALEXANDER, JOHN R	327 SUNSET RD	FROSTPROOF, FL	00000
3 C/P/D	GRIFFIN, B.H., III	~~N REEDY BLVD~~ 1317 North Lake Reedy Blvd.	FROSTPROOF, FL	00000
4 V/D	SPROTT, KINGSWOOD	~~1400 GRANADA WAY~~ 116 Odin Drive, SE	WINTER HAVEN, FL	00000
5 T/D	BARROW, J.C. JR.	831 OSCELA AVENUE	LAKE WALES, FL	00000
6				

7. Name and Address of Current Registered Agent

BARROW, J.C. JR.
700 SOUTH ALT U S 27
FROSTPROOF, FL
33843

FL

10. This corporation has liability for intangible tax under S. 199.032, Florida Statutes. ✓

SIGNATURE BH Griffin III 3/12/92

Ben Hill Griffin, III — President — 813 635-2251

12. Should you wish to contribute to the Election Campaign Financing Trust Fund ...

04-06-93 B-2047C File Now, Filing Fee after May 1 is $255.00 8DDC

CORPORATION ANNUAL REPORT 1993

FLORIDA DEPARTMENT OF STATE
Jim Smith
Secretary of State
DIVISION OF CORPORATIONS

1. Name and Mailing Address of Corporation DOCUMENT # 227836 (6)

BEN HILL GRIFFIN, INC.
700 SOUTH ALT U S 27
P O BOX 127
FROSTPROOF FL 33843-2443

3. Date Incorporated: 09/10/1959
3a. Date of Last Report: 03/30/1992
4. FEI Number: 590585518

FILING FEE $200.00 — ANNUAL REPORT $61.25 + $138.75 CORPORATION SUPPLEMENTAL FEE. MAKE CHECK PAYABLE TO DEPARTMENT OF STATE

2. Mailing Address | 2a. Principal Place of Business
Suite, Apt #, etc. | Suite, Apt #, etc.
City & State | City & State
Zip | Country | Zip | Country

$5.00 May Be Added to Fees
$138.75 Supplemental Fee Not Required

9. Name and Address of Current Registered Agent

BARROW, J.C. JR.
700 SOUTH ALT U S 27
FROSTPROOF, FL
33843

10. Name and Address of New Registered Agent
Name
Street Address
City — FL

11. Pursuant to the provisions of Sections 607.0502 and 607.1508 or Sections 617.0502 and 617.1508, Florida Statutes, the above named corporation submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by ... I hereby accept the appointment as registered agent. I am familiar with, and accept the obligations of Section 607...

SIGNATURE ____________
Registered Agent Accepting Appointment

12. OFFICERS AND DIRECTORS

1.1 TITLE	A/S/T
1.2 NAME	DE ANGELIS, [illegible] J
1.3 ADDRESS	820 E. [illegible] ROAD
1.4 CITY-ST-ZIP	[illegible], FL 00000
2.1 TITLE	S/D/V
2.2 NAME	ALEXANDER, JOHN R
2.3 ADDRESS	327 SUNSET RD
2.4 CITY-ST-ZIP	FROSTPROOF, FL 00000
3.1 TITLE	C/P/D
3.2 NAME	GRIFFIN, B.H., III
3.3 ADDRESS	1317 N. LAKE REEDY BLVD.
3.4 CITY-ST-ZIP	FROSTPROOF, FL 00000
4.1 TITLE	V/D
4.2 NAME	SPROTT, [illegible]
4.3 ADDRESS	116 [illegible] DRIVE, SE
4.4 CITY-ST-ZIP	WINTER HAVEN, FL 00000
5.1 TITLE	T/D
5.2 NAME	BARROW, J.C. JR.
5.3 ADDRESS	831 OSCEOLA AVENUE
5.4 CITY-ST-ZIP	LAKE WALES, FL 00000
6.1 TITLE	
6.2 NAME	
6.3 ADDRESS	
6.4 CITY-ST-ZIP	

13. OFFICERS AND DIRECTORS

14. I certify that the information indicated on this annual report or supplemental annual report is true and accurate and that my signature shall have the same legal effect as if made under oath. I further certify that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 607, Florida Statutes, and that my name appears in block 12 or 13 or on an attachment with an address ...

SIGNATURE [signature] 4/1/93

Print/Type Name of Signing Officer or Director: B. H. Griffin, III — Title: President — (813) 635-2251

FILE NOW: FILING FEE AFTER MAY 1 IS $225.00

CORPORATION ANNUAL REPORT 1994

FLORIDA DEPARTMENT OF STATE
Jim Smith
Secretary of State
DIVISION OF CORPORATIONS

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. Corporation Name: BEN HILL GRIFFIN, INC.

DOCUMENT # 227835 (6)

Mailing Address:
700 SOUTH ALT U S 27
P O BOX 127
FROSTPROOF FL 33843

Principal Place of Business:
700 SOUTH ALT U S 27
P O BOX 127
FROSTPROOF FL 33843

DO NOT WRITE IN THIS SPACE

3. Date Incorporated or Qualified	09/10/1959
3a. Date of Last Report	04/06/1993
4. FEI Number	59-0585518
5. Certificate of Status Desired	[redacted]
6. Election Campaign Financing Trust Fund Contribution	$5.00 May Be Added to Fees
7. Nonprofit Exempt from $138.75 Supplemental Fee	
8. This corporation has subsidiary ... under S. 607 ... Florida Statutes	☑ Yes ☐ No

2. Mailing Address — 2a. Principal Place of Business
21 / 26
Suite, Apt. # etc. 22 / 27
City & State 23 / 28
Zip 24, Country 25 / Zip 29, Country 30

9. Name and Address of Current Registered Agent

BARROW, J.C. JR.
700 SOUTH ALT U S 27
FROSTPROOF, FL
33843

10. Name and Address of New Registered Agent
81 Name
82 Street Address (P.O. Box Number is Not Acceptable)
83
84 City — FL — 85 Zip Code

11. Pursuant to the provisions of Sections 607.0502 and 607.1508 ... Florida Statutes, the above named corporation submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida ...

SIGNATURE ______ DATE ______

12. OFFICERS AND DIRECTORS	
11 TITLE	A/S/T
12 NAME	DE ANTONIO, NORMA J
13 STREET ADDRESS	889 N. RIVERDALE ROAD
14 CITY-ST-ZIP	AVON PARK, FL 00000
21 TITLE	S/DV
22 NAME	ALEXANDER, JOHN R
23 STREET ADDRESS	327 SUNSET RD
24 CITY-ST-ZIP	FROSTPROOF, FL 00000
31 TITLE	C/P/D
32 NAME	GRIFFIN, B.H. III
33 STREET ADDRESS	1317 N. LAKE REEDY BLVD.
34 CITY-ST-ZIP	FROSTPROOF, FL 00000
41 TITLE	~~VD~~
42 NAME	~~SPROTT, KINGSWOOD~~
43 STREET ADDRESS	~~116 ODIN DRIVE, SE~~
44 CITY-ST-ZIP	~~WINTER HAVEN, FL 00000~~
51 TITLE	T/D
52 NAME	BARROW, J.C. JR.
53 STREET ADDRESS	831 OSCEOLA AVENUE
54 CITY-ST-ZIP	LAKE WALES, FL 00000
61 TITLE	
62 NAME	
63 STREET ADDRESS	
64 CITY-ST-ZIP	

13. CHANGES TO OFFICERS AND DIRECTORS

14. I do hereby certify that the information supplied with this filing is voluntary, furnished and does not qualify for the exemption ... Florida Statutes. I ... that the information indicated on this annual report or supplemental annual report is true and accurate ... that I have fulfilled all obligations ... Chapter 607 or Chapter 617, Florida Statutes, and that my name appears in Block 12 or Block 13 ... empowered to execute this report ... with an address.

SIGNATURE: B. H. Griffin, III 4/4/94 (813) 635-2251

Ben Hill Griffin, Inc.

#227835

FOUNDER
B. H. GRIFFIN, JR.
(1910-1990)

BOX 127
FROSTPROOF, FLORIDA
33843

April 4, 1994
Ben Hill Griffin, Inc.
Corporation Annual Report 1994
227835 (6)

D. R. Daubach	Vice President
Steve Farr	Vice President
Raphord Farrington	Vice President
Royce Godwin	Sr. Vice President
Alan H. Bemenway	Sr. Vice President
Stewart H. Hurst	Vice President & CFO
Steve Van Ostran	Vice President
Edward L. White	Vice President
Jesse Wooten	Vice President

FILE NOW: FILING FEE AFTER MAY 1 IS $225.00

ANNUAL REPORT

1995

DOCUMENT # 227835 (6)

BEN HILL GRIFFIN, INC.

Principal Place of Business: 700 SOUTH ALT U S 27, P O BOX 127, FROSTPROOF FL 33843

Mailing Address: 700 SOUTH ALT U S 27, P O BOX 127, FROSTPROOF FL 33843

3. Date Incorporated or Qualified: 09/10/1959

3a. Date of Last Report: 04/07/1994

4. FEI Number: 59-0585518

5. Certificate of Status Desired — $8.75 Additional Fee Required

6. Election Campaign Financing Trust Fund Contribution — $5.00 May Be Added to Fees

9. Name and Address of Current Registered Agent

BARROW, J.C. JR.
700 SOUTH ALT U S 27
FROSTPROOF, FL
33843

10. Name and Address of New Registered Agent

City: FL

SIGNATURE

12. OFFICERS AND DIRECTORS

TITLE	AST
NAME	DE ANTONIO, NORMA J
STREET ADDRESS	929 N. RIVERDALE ROAD
CITY-ST-ZIP	AVON PARK, FL 00000
TITLE	SDV
NAME	ALEXANDER, JOHN R
STREET ADDRESS	327 SUNSET RD
CITY-ST-ZIP	FROSTPROOF, FL 00000
TITLE	CFO
NAME	GRIFFIN, B.H., III
STREET ADDRESS	1317 N. LAKE REEDY BLVD.
CITY-ST-ZIP	FROSTPROOF, FL 00000
TITLE	TD
NAME	BARROW, J.C. JR.
STREET ADDRESS	831 OSCELA AVENUE
CITY-ST-ZIP	LAKE WALES, FL 00000
TITLE	V/D
NAME	GRIFFIN, B.H., IV
STREET ADDRESS	2600 N. LAKE REEDY BLVD
CITY-ST-ZIP	FROSTPROOF, FL

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS

14. I do hereby certify that the information indicated on this annual report or supplemental annual report is true and accurate and that my signature shall have the same legal effect as if made under oath; that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 607, Florida Statutes; and that my name appears in Block 12 or Block 13 if changed, or on an attachment with an address.

SIGNATURE: [signature] B. H. GRIFFIN, III 3/23/95 (813)635-2251

227835

B
H
G

Ben Hill Griffin, Inc.

FOUNDER
B. H. GRIFFIN, JR
1910-1990

BOX 127
FROSTPROOF, FLORIDA
33843

March 23, 1995
Ben Hill Griffin, Inc.
Corporation Annual Report 1995
227835 (6)

D. R. Daubach	Vice President
Steve Farr	Vice President
Raphord Farrington	Vice President
Royce Godwin	Sr. Vice President
Stewart H. Hurst	Vice President & CPO
Steve Van Ostran	Vice President
Edward L. White	Vice President
Jesse Wooten	Vice President