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1029 WEST MAGNOLIA STREET
LEESBURG, FLORIDA 34748

August 28, 1996

Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Dear Sirs:

Re: Franklin Feed & Grain, Inc.

Please find enclosed herewith the following:

1. Original and duplicate original of proposed Articles of Incorporation for the above-named corporation.
2. Check in the amount of \$70.00.

Please stamp the duplicate original as having been received, and return the same to me, promptly, in the enclosed self-addressed, stamped envelope.

Thank you for this service.

Sincerely yours,

P. B. Howell, Jr.

P. B. Howell, Jr.

PBH:sm
Encls.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

9.5-96
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ARTICLES OF INCORPORATION
OF
FRANKLIN FEED & GRAIN, INC.

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SECRET
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The undersigned incorporators hereby form a corporation
under Chapter 607, Florida Statutes.

ARTICLE I
NAME

The name of this corporation is:
FRANKLIN FEED & GRAIN, INC.

ARTICLE II
GENERAL PURPOSE

The general purpose or purposes for which the corporation
is organized is the transaction of any or all lawful businesses
for which corporations may be incorporated under Chapter 607,
Florida Statutes.

ARTICLE III
CAPITAL STOCK

The aggregate number of shares of stock which the
corporation shall have authority to issue is 750 shares of
common stock, having a par value of \$10.00 per share.

ARTICLE IV
ADDRESS OF INITIAL REGISTERED OFFICE, PRINCIPAL OFFICE AND
NAME OF INITIAL REGISTERED AGENT

The initial registered office and principal office of
this corporation and the name of its initial registered agent
at such address are:

ROBERT D. FRANKLIN
11282 State Road 471
Webster, Florida 33597

ARTICLE V

Pursuant to the provisions of Section 607.111, Florida
Statutes, the business of the Corporation shall be managed by


the stockholders of the Corporation, rather than by a Board of Directors.

ARTICLE VI
INCORPORATORS AND OFFICERS

The names and addresses of each incorporator and the initial officers are:

<u>Name & Address</u>	<u>Office</u>
James S. Franklin 1303 North Shore Drive Leesburg, Florida 34748	President
Robert D. Franklin 2000 South Street Leesburg, Florida 34748	First Vice President, Secretary & Treasurer
Shelton L. Franklin 2745 East County Road 476 Bushnell, Florida 33513	Second Vice President
Selby L. Franklin 804 Flatwoods Road Leesburg, Florida 34748	Third Vice President

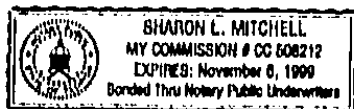
IN WITNESS WHEREOF, I have hereunto set my hand and seal
this 28th day of August, 1996.


ROBERT D. FRANKLIN
(also as Resident Agent)

STATE OF FLORIDA
COUNTY OF LAKE

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the state and county aforesaid to take acknowledgments, personally appeared ROBERT D. FRANKLIN, personally known to me, and to me known to be the person described as the incorporator in and who executed the foregoing Articles Of Incorporation, and he acknowledged before me that he executed the said Articles Of Incorporation.

WITNESS my hand and official seal in the county and state last aforesaid, this 28th day of August, 1996.



Sharon L. Mitchell
NOTARY PUBLIC.

Notary Seal/Stamp &
Commission Expiration Date:

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Sections 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is:

FRANKLIN FEED & GRAIN, INC.

2. The name and address of the registered agent and office is:

ROBERT D. FRANKLIN
11282 State Road 471
Webster, Florida 33597

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Dated this 28th day of August, 1996.

Robert D. Franklin
ROBERT D. FRANKLIN

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STATE
TALLAHASSEE