

LAW OFFICE

Myers & Hopson

403 N.E. 2nd Street
Orlando, Florida 32801

Lewis O. Myers (1921-1996)
Todd A. Hopson

(352) 629-6616

April 22, 1997

Florida Department of State
Division of Corporations
P.O. Box 630
Tallahassee, FL 32314

00000000154682--8
-04/25/97-1019-011
*****70.00 *****70.00

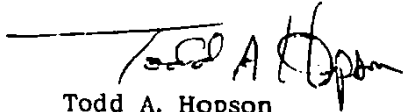
Re: Southern Hay, Incorporated

Dear Ms. Hyman:

Enclosed herewith for filing please find an original and one copy of the Articles of Incorporation with regard to the above corporation. I have enclosed a check in the amount of \$70.00 for filing of the Articles and Designation of registered agent.

Thank you for your assistance and cooperation in this matter. Should you have any comments or questions, please feel free to contact me.

Sincerely,


Todd A. Hopson

TAD/em
Enclosures

609

APR 29 1:38 PM '97
WFT7-9840
TALLAHASSEE, FLORIDA
97 MAY -5 PM 4:04
FILED



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

April 29, 1997

MYERS & HOPSON
403 N.E. 2ND STREET
OCALA, FL 34470

SUBJECT: SOUTHERN HAY, INCORPORATED
Ref. Number: W97000009840

We have received your document for SOUTHERN HAY, INCORPORATED and check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The designation of the registered agent must be at a Florida street address.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6925.

Brenda Baker
Corporate Specialist

Letter Number: 697A00022092

ARTICLES OF INCORPORATION
OF
SOUTHERN HAY, INCORPORATED

FILED
97 MAY -5 PM 4:04
STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator desiring to form a corporation in accordance with Chapter 607 of the Florida Statutes, adopts the following Articles of Incorporation:

ARTICLE ONE
NAME

The name of the corporation shall be SOUTHERN HAY, INCORPORATED.

ARTICLE TWO
REGISTERED OFFICE AND AGENT

The location and mailing address of the Corporation's initial registered office in Florida is:

15735 NW 27th Lane, Orange Lake, Florida
P.O. BOX 603 32681
REDDICK, FLORIDA 32686

The initial registered agent at the registered office is:

MICHAEL MCCULLOUGH.

The corporation's principal office and mailing address is:

P.O. BOX 603
REDDICK, FLORIDA 32686

ARTICLE THREE
PURPOSE

The purpose for which the Corporation is organized shall be to engage in any activity or business permitted under the laws of the United States, of this State, and of any other lawful jurisdiction. The business shall engage in the producing hay products, purchase and sale, distribution, market and brokerage of hay.

**ARTICLE FOUR
DURATION**

The term of existence of the Corporation is perpetual.

**ARTICLE FIVE
INCORPORATOR**

The name and post office address of the incorporator is:

Name	Address
MICHAEL MCCULLOUGH	P.O. BOX 603 REDDICK, FLORIDA 32686

**ARTICLE SIX
DIRECTORS**

The Board of Directors shall consist of 2 member initially. The number of directors may be increased from time to time by by-laws adopted by the stockholders, but shall never be fewer than TWO (2). The name and address of the first Board of Directors is:

Name	Address
MICHAEL MCCULLOUGH President Treasurer/Secretary	P.O. BOX 603 REDDICK, FLORIDA 32686
MACK MCCULLOUGH Vice President	P. O. BOX 332 REDDICK, FL 32686

**ARTICLE SEVEN
CAPITAL STOCK**

The number of shares of stock that the Corporation is authorized to have outstanding is 1,000, all of which shall be common shares, with par value of \$1.00 per share.

ARTICLE EIGHT
STATED CAPITAL

The amount of capital with which the Corporation shall begin business is \$1,000.00.

ARTICLE NINE
AMENDMENT OF ARTICLES

The Corporation reserves the right to amend these Articles of Incorporation at any time in a manner now or subsequently permitted by statute. Any change authorized by the holders of shares entitling them to exercise a majority of the voting power of the Corporation, or any greater number that may then be required by statute, shall be binding and conclusive on every shareholder of the Corporation as fully as if each shareholder had voted for the change. No shareholder, notwithstanding that he or she may have voted against the amendment or may have objected in writing, shall be entitled to payment of the fair cash value of his or her shares or any other rights of a dissenting shareholder.

Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders meeting by a majority of the stock entitled to vote thereon, unless all the directors and all the stockholders sign a statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation on the 7th day of APRIL, 1997.

Michael McCullough

MICHAEL MCCULLOUGH

STATE OF FLORIDA
COUNTY OF MARION

The foregoing instrument was acknowledged before me this 7th day of APRIL, 1997, by MICHAEL MCCULLOUGH, who is personally known to me or who has produced Personally known as identification and who did take an oath.

Print:

RONNIE N VAN HORN

Signature:

Ronnie N Van Horn

Notary Public

State of Florida At Large

Commission Expires:



RONNIE N VAN HORN
My Commission CC303413
Expires Jul. 18, 1998
Bonded by HAI
800-422-1555

[Seal]

CERTIFICATE DESIGNATING PLACE OF BUSINESS FOR THE SERVICE OF
PROCESS WITHIN THIS STATE, NAMING AN AGENT UPON WHOM PROCESS
MAY BE SERVED, AND ACCEPTANCE BY REGISTERED AGENT.

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

That SOUTHERN HAY INCORPORATED, desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, at the city of REDDICK, County of Marion and State of Florida has named MICHAEL MCCULLOUGH as its agent to accept service of process within this State.

ACCEPTANCE OF REGISTERED AGENT

15735 NW 27th Lane, Orange Lake, Florida 32681

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Michael McCullough
MICHAEL MCCULLOUGH
REGISTERED AGENT

DATE

4/7/97

4:05 PM
MAY -5
STATE OF FLORIDA