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February 2, 1999

Florida Department of State
Jim Smith, Secretary of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

RE: New Incorporation
Ctn-Nut Farms, Inc.

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-02/04/99--01045--002
*****87.50 *****87.50

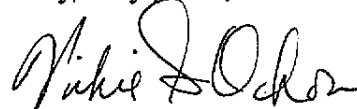
Dear Sir or Madam:

Enclosed please find an original and one copy of the following documents for the above-referenced new Florida profit corporation: Articles of Incorporation and Certificate Designating Place of Business for Domicile for the Service of Process Within This State, and Naming Agent Upon Who Process May Be Served.

Please file these documents and return a certified copy to our office with your receipt. Also enclosed is our firm's check in the amount of \$87.50 which represents your fee for this service.

Should you have any questions or comments, please call me at your earliest convenience.

Very truly yours,



Vickie S. Ochoa
Paralegal to
Michael Gibson, Esquire

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 FEB - 4 PM 4: 24

Enclosures

cc: Bruce Godwin

D. BROWN FEB - 8 1999

**ARTICLES OF INCORPORATION
OF**

CTN-NUT FARMS, INC.

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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ARTICLE I - NAME

The name of this corporation is CTN-NUT FARMS, INC.

ARTICLE II - DURATION

The duration of this corporation is perpetual.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of owning, operating, managing and maintaining a business for the growing, harvesting and sale of cotton and peanuts and for any and all other lawful businesses.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 100 shares of ONE DOLLAR (\$1.00) par value common stock.

ARTICLE V - PREEMPTIVE RIGHTS

Each shareholder upon the sale for cash of any new stock of this corporation of the same kind, class, or series of that which he or she already holds, shall have the right to purchase his or her prorated share (as nearly as may be done without issuance of fractional shares) at the rate at which it is offered to others.

ARTICLE VI - PRINCIPAL OFFICE AND REGISTERED OFFICE AND AGENT

The principal address of this corporation is 4567 E. Highway 4, Jay, Santa Rosa County, Florida 32565. The name and address of the Registered Agent of this corporation is Bruce Godwin, 4567 E. Highway 4, Jay, Santa Rosa County, FL 32565.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

The number of directors constituting the initial Board of Directors shall be one (1), and the initial Board of Directors to serve until the first Annual Meeting of the Corporation shall be as follows:

<u>NAME</u>	<u>ADDRESS</u>
Bruce W. Godwin PRESIDENT	P.O. Box 1184 Jay, Florida 32565

ARTICLE VIII - INCORPORATOR

The name and address of the person signing these Articles of Incorporation is Bruce W. Godwin, whose address is stated above.

ARTICLE IX - BY-LAWS

The power to adopt, alter, amend and repeal the By-Laws shall be vested in the Board of Directors, but all alterations, amendments, and repeals of the By-Laws must be approved by a majority of the shareholders.

ARTICLE X - AMENDMENTS

This Corporation reserves the right to amend or repeal any provisions contained in

these Articles of Incorporation, or any amendment to them, and any right conferred upon the shareholders subject to this reservation.


IN WITNESS WHEREOF the undersigned subscriber has executed these Articles of Incorporation on this the 27th day of January, 1999.

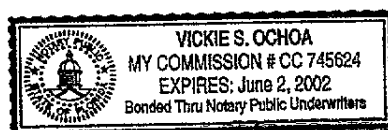

BRUCE W. GODWIN

STATE OF FLORIDA

COUNTY OF SANTA ROSA

The foregoing instrument was acknowledged before me this 27th day of January, 1999, by Bruce W. Godwin, as Incorporator and an Initial Director of Ctn-Nut Farmers, Inc., a Florida corporation, on behalf of said corporation. He is personally known to me or has produced Fla. Drivers License G 35007A-55-225-0 as identification and did take an oath.


Notary Public: Vickie S. Ochoa
My Commission Expires: June 2, 2002
Commission No.: CC 745624

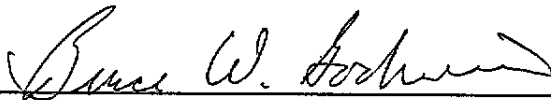


CERTIFICATE DESIGNATING PLACE OF BUSINESS
FOR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE,
AND NAMING AGENT UPON WHO PROCESS MAY BE SERVED

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted: Ctn-Nut Farms, Inc., desires to organize under the Laws of Florida with its principal office as indicated in the Articles of Incorporation at 4567 E. Highway 4, Jay, Florida 32565. The name and address of the registered agent of this corporation to accept service of process within the State is **Bruce W. Godwin**, at **4567 E. Highway 4, Jay, Santa Rosa County, Florida 32565**.


DATED this 27th day of January, 1999.

CTN-NUT FARMS, INC.


BY: Bruce W. Godwin,
President

ACCEPTANCE

Having been named to accept Service of Process for the above stated corporation, at the place designated in the Certificate, I hereby accept to act in this capacity and agree to comply with the provisions of the act relative to keeping open an office.


BRUCE W. GODWIN

FILED
STATE
SECRETARY OF
DIVISION OF CORPORATIONS
99 FEB -1 PM 4:24