ESMOND FARM, INC. 8209326

Aug 5 1982 Spalding Co 8-87

S Grantland Barnes

max 100,000 shares com 1.00 paid in 500.00

DUPLICATE

State of Georgia

STATE OF GEORGIA 1776

OFFICE OF SECRETARY OF STATE

I, David B. Poythress, Secretary of State of the State of Georgia, do hereby certify that

"ESMOND FARM, INC."

has been duly incorporated under the laws of the State of Georgia on the 5th day of August, 19 82, by the filing of articles of incorporation in the office of the Secretary of State and the fees therefor paid, as provided by law, and that attached hereto is a true copy of said articles of incorporation.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the seal of my office, at the Capitol, in the City of Atlanta, this 5th day of August in the year of our Lord One Thousand Nine Hundred and Eighty Two and of the Independence of the United States of America the Two Hundred and Seven.

David B. Poythress

SECRETARY OF STATE, EX-OFFICIO CORPORATION COMMISSIONER OF THE STATE OF GEORGIA

GEORGIA, SPALDING COUNTY. X

IN RE MATTER OF X

ESMOND FARM, INC. X

APPLICATION FOR CHARTER AND ARTICLES OF INCORPORATION

TO THE SECRETARY OF STATE, STATE OF GEORGIA.

The petition of S. Grantland Barnes and Leila B. Cheatham, having the address of 660 Brook Circle, Griffin, Georgia, respectfully shows as follows:

1. That they desire for themselves, their associates and successors to be incorporated and made a body politic under the name of ESMOND FARM, INC. for perpetual duration. The within petition is made pursuant to the provisions of the Georgia Business Corporation Code.

2. Attached hereto and made a part hereof is a certificate of the Secretary of the State of Georgia, that the above corporate name is available for corporate use.

3. Said corporation is organized for pecuniary gain and profit through the management of farms and real estate and for all other lawful purposes.

4. The maximum number of shares which the corporation shall be authorized to have outstanding at any time shall be One Hundred Thousand (100,000) shares at a par value of $1.00 each, the amount of capital with which said corporation shall commence business shall be not less than $500.00. The corporation shall be authorized to issue additional shares up to the maximum number of shares above stated, and, thereafter, from time to time, the corporation is authorized to reduce the amount of capital outstanding as allowed by law, but not below the minimum above stated, and this upon majority vote of the stock outstanding at that time. All of the stock hereinabove authorized shall be of one class.

5. The corporation qualifies as a small business corporation as defined in Section 1244(c)(2) of the Internal Revenue Code of 1954 as amended, and the shares of the corporation shall be offered, sold and issued, so long as applicable, in such a manner as to give the shareholders the benefits of Section 1244 of the Internal Revenue Code of 1954.

6. The initial registered office of said corporation shall be 109-1/2 West Solomon Street, Griffin, Spalding Georgia, and its initial registered agent shall be W. Barron Cumming at said address. Attached is a consent of such registered agent.

7. The initial Board of Directors of said corporation shall consist of two hereinafter named, and at the address shown opposite said name:

S. Grantland Barnes - 660 Brook Circle
Griffin, Georgia 30223

Leila B. Cheatham - 434 E. College Street
Griffin, Georgia 30223

WHEREFORE, your Petitioners and Incorporators pray to be incorporated under the name and style aforesaid, with all the rights, powers, privileges and immunities above referred to, as well as such other rights, powers, privileges and immunities as are now or may hereafter be conferred upon like corporations under the laws of the State of Georgia.

CUMMING, CUMMING & ESARY
By

W. Barron Cumming
Attorneys for Petitioners and Incorporators

Attorneys' Address:

109-1/2 West Solomon Street
Griffin, Georgia 30223

G E O R G I A,

SPALDING COUNTY.

The undersigned, W. BARRON CUMMING, does hereby consent to his designation as registered agent of ESMOND FARM, INC.

This 4th day of August, 1982.

W. Barron Cumming

State of Georgia

OFFICE OF SECRETARY OF STATE

I, David B. Poythress, Secretary of State of the State of Georgia, do hereby certify that

based on a diligent search of the records on file in this office, I find that the name of the following proposed domestic corporation to wit

"ESMOND FARM, INC. "

is not identical with or confusingly similar to the name of any other existing domestic or domesticated or foreign corporation registered in the records on file in this office or to the name of any other proposed domestic or domesticated, or foreign corporation as shown by a certificate of the Secretary of State heretofore issued and presently effective.

This certificate is in full force and effective for a period of 4 calendar months from date of issuance. After such period of time, this certificate is void.

In TESTIMONY WHEREOF, I have hereunto set my hand and affixed the seal of my office, at the Capitol, in the City of Atlanta, this 30th day of July, in the year of our Lord One Thousand Nine Hundred and Eighty Two and of the Independence of the United States of America the Two Hundred and Seven.

82211089

Secretary of State, Ex Officio Corporation
Commissioner of the State of Georgia