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Commonwealth of Kentucky

OFFICE OF
SECRETARY OF STATE

DREXELL R. DAVIS
Secretary



FRANKFORT,
KENTUCKY

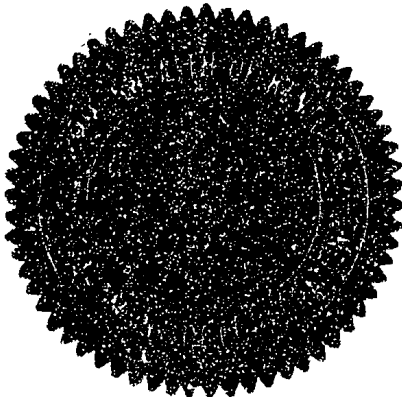
CERTIFICATE OF AMENDMENT TO ARTICLES OF INCORPORATION

I, DREXELL R. DAVIS, Secretary of State of the Commonwealth of Kentucky, do hereby certify that Amended Articles of Incorporation of

PLANTERS TOBACCO WAREHOUSE COMPANY OF

BOWLING GREEN, KENTUCKY, INCORPORATED

amended pursuant to Kentucky Revised Statutes, 271A, (~~271~~) duly signed and verified or acknowledged according to law, have been filed in my office by said corporation, and that all taxes, fees and charges payable upon the filing of said Articles of Amendment have been paid.



SECRETARY OF STATE

Given under my hand and seal of Office as Secretary of State, at Frankfort, Kentucky, this 2ND day of JULY, 19 79.

Drexell R. Davis
SECRETARY OF STATE

ASSISTANT SECRETARY OF STATE

ORIGINAL COPY FILED
SECRETARY OF STATE OF KENTUCKY
FRANKFORT, KENTUCKY

JUL 02 1979

Donald W. Davis
dp

ARTICLES OF AMENDMENT
OF

PLANTERS TOBACCO WAREHOUSE COMPANY OF
BOWLING GREEN, KENTUCKY, INCORPORATED

SECRETARY OF STATE
RECEIVED

JUN 5 - 1979
H.S.W.
COMMONWEALTH OF KENTUCKY

138254

KNOW ALL MEN BY THESE PRESENTS:

That Planters Tobacco Warehouse Company of Bowling Green, Kentucky, Incorporated, has elected to amend its Articles of Incorporation as provided by KRS 271.305. The information required by KRS 271.305 is as follows:

(a) The name of the corporation is Planters Tobacco Warehouse Company of Bowling Green, Kentucky.

(b) A special joint meeting of the Board of Directors and shareholders of Planters Tobacco Warehouse Company of Bowling Green, Kentucky, Incorporated, was held at the office of the corporation on the 18th day of April, 1979, for the specific purpose of amending the Articles of Incorporation.

(c) The adoption of the amendments was by resolution upon the unanimous vote of all of the shareholders and Board of Directors of Planters Tobacco Warehouse Company of Bowling Green, Kentucky, Incorporated.

(d) The Amendments so adopted are as follows:

Amendment I. Article II of the Articles of Incorporation shall be amended to read as follows:

The duration of the corporation shall be perpetual.

Amendment II. Article III of the Articles of Incorporation shall be amended to read as follows:

The nature of the business and the objects and purposes of the corporation shall be to buy, sell, manufacture, redry, rehandle and prize tobacco on its own account and to sell, weigh, store, rehandle, redry and prize tobacco for other persons; to transact any and all lawful business for which corporations may be organized under KRS Chapter 271A; to purchase or otherwise acquire, own, trade, deal in and deal with, mortgage, pledge, sell, assign and transfer or otherwise dispose of goods, wares and merchandise and real and personal property of every class and description; and to generally engage in, do and perform any enterprise, act or vocation that a general person might or could do or perform.

Amendment III. Article IV of the Articles of Incorporation shall be amended to read as follows:

The capital stock of the corporation shall consist of 1,000 shares of common stock, each with a par value of \$100.00, which shall constitute the total capitalization of the corporation with each share having an equal voting right.

~~Amendment IV. Article V of the Articles of Incorporation shall be amended to read as follows:~~

~~The registry office of the corporation shall be located at 1010 College Street, Bowling Green, Warren County, Kentucky, and its agent shall be Robert W. Dickey, whose address is the same as that of the corporation.~~

Amendment V. Article VI of the Articles of Incorporation shall be amended to read as follows:

The Board of Directors of the corporation shall consist of seven (7) directors provided, however, that the number of directors may be increased or decreased in any manner provided for in the by-laws of the corporation.

BELL, ORR, AYERS & MOORE
ATTORNEYS AT LAW
POST OFFICE BOX 238
1010 COLLEGE STREET
BOWLING GREEN, KENTUCKY 42101

CHAS. R. BELL (1891-1976)
JOE B. ORR
REGINALD L. AYERS
JERRY L. MOORE
ROBERT W. DICKEY
RAY S. BUCKBERRY, JR.
QUINTEN B. MARQUETTE
GEORGE K. STRICKLER, JR.
STEPHEN G. TODD

June 1, 1979

AREA CODE 502-842-4293

Mr. Drexell R. Davis
Secretary of State
State Capitol
Frankfort, Kentucky 40601

*Eff. filed
10-29-78*

IN RE: Planters Tobacco Warehouse Company of
Bowling Green, Kentucky, Incorporated

Dear Mr. Davis:

Enclosed please find triplicate originals of the Articles of Amendment and Restated Articles of Incorporation of Planters Tobacco Warehouse Company of Bowling Green, Kentucky, Incorporated, along with our draft in the amount of \$30.00 to cover the cost of filing the Articles of Amendment and Restated Articles of Incorporation and issuing a certificate of amendment and restated certificate of incorporation.

Please return the copies of the Articles of Amendment and Restated Articles of Incorporation to this office. Your cooperation in this matter is greatly appreciated.

Very truly yours,

Quinten B. Marquette
Quinten B. Marquette

QBM:am

Enclosures

president of the corporation, and that the statements therein
contained are true.

Quint B Marquette
Notary Public, State of Kentucky at Large

My Commission expires: 5-1-82

SEAL

PREPARED BY
BELL, ORR, AYERS AND MOORE, ATTORNEYS
BOWLING GREEN, KENTUCKY

BY Quint B Marquette