



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS
Office of the Secretary of State
Matthew A. Brown, Secretary of State

Corporations Division
100 North Main Street
Providence, RI 02903-1335
401.222.3046

PROFIT CORPORATION ANNUAL REPORT FOR THE YEAR 2005

Filing Period: January 1 - March 1 • Filing Fee: \$50.00

(FORM MUST BE TYPED OR PRINTED IN BLACK)

1. Corporate ID No. 113707		2. Name of Corporation Southern States Cooperative, Incorporated			
3. Street Address Principal Business Office 6606 West Broad Street			City Richmond	State Virginia	Zip 23230
4. Business Phone No. (804) 281-1205		5. State of Incorporation VIRGINIA			6. SIC Code 4473
7. Brief Description of the Character of Business Conducted in Rhode Island TO ENGAGE IN THE BUSINESS OF A REGIONAL COOPERATIVE, INCLUDING MARKETING AND SUPPLYING AGRICULTURAL PRODUCTS TO ITS PATRONS AS WELL AS MANUFACTURING, WHOLESALING AND RETAILING ITS SUPPLIES					
8. NAMES AND ADDRESSES OF THE OFFICERS: ("X" BOX FOR ATTACHMENT) ☐ FILL IN SPACES BEFORE USING ATTACHMENTS					
President Name Thomas R. Scribner			Vice President Name Leslie T. Newton		
Street Address 4432 Custis Road			Street Address 109 Early Street		
City Richmond	State VA	Zip 23225	City Ashland	State VA	Zip 23005
Secretary Name N. Hopper Ancarrow, Jr.			Treasurer Name Fred Jezouit		
Street Address 921 South Gaskins Road			Street Address 12371 Blanton Road		
City Richmond	State VA	Zip 23238	City Ashland	State VA	Zip 23005
9. NAMES AND ADDRESSES OF THE DIRECTORS: ("X" BOX FOR ATTACHMENT) ☐ FILL IN SPACES BEFORE USING ATTACHMENTS					
Director Name (See attached list of Directors)			Director Name		
Street Address			Street Address		
City	State	Zip	City	State	Zip
Director Name			Director Name		
Street Address			Street Address		
City	State	Zip	City	State	Zip
10. SHARES AUTHORIZED ("X" BOX FOR ATTACHMENT) ☒ AUTHORIZED SHARES			11. SHARES ISSUED ("X" BOX FOR ATTACHMENT) ☒ ISSUED SHARES		
Number of Shares	Class/Series	Par Value	Number of Shares	Class/Series	Par Value
1,000,000 PREF \$100.00 PAR VALUE, 20,000,000 COMM \$1.00 PAR VALUE					
(See attached list)					

This report must be signed in ink by either the President, Vice President, Secretary, Assistant Secretary, Treasurer, Receiver or Trustee



113707

File Date 6-2-05
Check No. 1213214
By: DLW

FOR SECRETARY OF STATE USE ONLY

Under penalty of perjury, I declare and affirm that I have examined this report, including any accompanying schedules and statements, and that all statements contained herein are true and correct.

N. Hopper Ancarrow, Jr. 1/6/05
Signature of Officer Date

N. Hopper Ancarrow, Jr.

Print or Type Name of Officer

Secretary

Title of Officer

BOARD OF DIRECTORS
SOUTHERN STATES COOPERATIVE, INCORPORATED

Cecil D. Bell, Jr.
3520 Paris Road
Georgetown, Ky 40324-9773

Laird Bowman
270 Bowmont Farm Lane
Boones Mills, VA 24065

Mark H. Burkett
5456 Killarney Road
Jakin, GA 39861

Jere L. Cannon
Route 3, Box 273
Flemingsburg, KY 41041-9547

William F. Covington
3008 S. NC 119
Mebane, NC 27302-8168

John Bert East, Vice Chairman
4025 County Road 5
Leesburg, AL 35983-5342

Mason R. Hopkins, Sr.
24445 River Rd.
Dickinson, MD 20842

R. Bruce Johnson
29900 King William Road
West Point, VA 23181-9629

Daniel M. King
647 Fellowship Road
Harrisonburg, VA 22802

Doug Langley
3248 Taylorsville Rd.
Shelbyville, KY 40065

Maxie Love
224 Mallet Hill Rd
Columbia, SC 29223

Eddie A. Melton
1220 Watkins Sebree Rd.
Sebree, KY 42455-8924

Norman W. Messick
4417 Cloverdale Rd.
Hurlock, MD 21643

Curry A. Roberts
PM Holdings, L.L.C.
7200 Glen Forest Dr., Suite 306
Richmond, VA 23226

J.H.A. Smith
HC 64, Box 22
Rosedale, VA 24280-9703

James A. Stonesifer
1120 Baust Church Road
Union Bridge, MD 21791-9720

William W. Vanderwende
4003 Seashore Highway
Bridgeville, DE 19933-9699

Raleigh O. Ward, Jr.
822 Effingham Highway
Effingham, SC 29541-7503

Wilbur C. Ward, Chairman
P. O. Box 938
Clarkton, NC 28433-0938

Charles A. Wilfong
Route 1, Box 77
Dunmore, WV 24934-9764

OFFICERS:

Thomas R. Scribner, President & Chief Executive Officer
4432 Custis Road
Richmond, VA 23225

Leslie T. Newton, Executive Vice President & CFO
109 Early Street
Ashland, VA 23005

Fred Jezouit, Vice President & Treasurer
12371 Blanton Road
Ashland, VA 23005

N. Hopper Ancarrow, Jr., Secretary
921 S. Gaskins Road
Richmond, VA 23233

5%-6% Preferred	Authorized Issued	1,000,000 (Par Value \$100.00) 13,354
Step up Preferred	Authorized Issued	40,000 (Par Value \$1,000) 40,000
Common	Authorized Issued	20,000.000 (Par Value \$1.00) 11,665,715

10. & 11.

5%-6% Preferred	Authorized Issued	1,000,000 (Par Value \$100.00) # 13,354
Step up Preferred	Authorized Issued	40,000 (Par Value \$1,000) # 40,000
Common	Authorized Issued	20,000,000 (Par Value \$1.00) # 11,665,715



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Office of the Secretary of State
Matthew A. Brown, Secretary of State

Corporations Division
100 North Main Street
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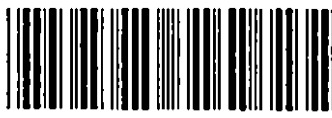
PROFIT CORPORATION ANNUAL REPORT FOR THE YEAR 2004

Filing Period: January 1 - March 1 • Filing Fee: \$50.00

(FORM MUST BE TYPED OR PRINTED IN BLACK)

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President Name Tom R. Scribner			Vice President Name Leslie T. Newton		
Street Address 4432 Custis Road			Street Address 109 Early Street		
City Richmond	State Virginia	Zip 23225	City Ashland	State Virginia	Zip 23005
Secretary Name N. Hopper Ancarrow, Jr.			Treasurer Name Fred Jezouit		
Street Address 921 South Gaskins Road			Street Address 12371 Blanton Road		
City Richmond	State Virginia	Zip 23233	City Ashland	State Virginia	Zip 23005
9. NAMES AND ADDRESSES OF THE DIRECTORS: ("X" BOX FOR ATTACHMENT) ☐ FILL IN SPACES BEFORE USING ATTACHMENTS					
Director Name (Attached list of Directors)					
Street Address			Street Address		
City	State	Zip	City	State	Zip
Director Name			Director Name		
Street Address			Street Address		
City	State	Zip	City	State	Zip
10. SHARES AUTHORIZED ("X" BOX FOR ATTACHMENT) ☒			11. SHARES ISSUED ("X" BOX FOR ATTACHMENT) ☒		
AUTHORIZED SHARES			ISSUED SHARES		
Number of Shares	Class/Series	Par Value	Number of Shares	Class/Series	Par Value
1,000,000 PREF \$100.00 PAR VALUE, 20,0-00,000 COMM \$1.00 PAR VALUE			11,719,069		

This report must be signed in ink by either the President, Vice President, Secretary, Assistant Secretary, Treasurer, Receiver or Trustee



* 1 1 3 7 0 7 *

File Date 1/26/04
Check No. 1107304
By: NE

FOR SECRETARY OF STATE USE ONLY

Under penalty of perjury, I declare and affirm that I have examined this report, including any accompanying schedules and statements, and that all statements contained herein are true and correct.

Signature of Officer N. Hopper Ancarrow, Jr. Date 1/14/04

Print or Type Name of Officer

Secretary

Title of Officer

10. & 11.

5%-6% Preferred	Authorized Issued	1,000,000 13,354	(Par Value \$100.00)
Step up Preferred	Authorized Issued	40,000 40,000	(Par Value \$1,000)
Common	Authorized Issued	20,000,000 11,665,715	(Par Value \$1.00)

**BOARD OF DIRECTORS
SOUTHERN STATES COOPERATIVE, INCORPORATED**

Cecil D. Bell, Jr.
3520 Paris Road
Georgetown, Ky 40324-9773

Floyd K. Blessing
234 Blairs Pond Road
Houston, DE 19954-9618

Laird Bowman
270 Bowmont Farm Lane
Boones Mills, VA 24065

Mark H. Burkett
5456 Killamey Road
Jakin, GA 39861

Jere L. Cannon
Route 3, Box 273
Flemingsburg, KY 41041-9547

William F. Covington
3008 S. NC 119
Mebane, NC 27302-8168

John Bert East
4025 County Road 5
Leesburg, AL 35983-5342

R. Bruce Johnson
29900 King William Road
West Point, VA 23181-9629

Daniel M. King
647 Fellowship Road
Harrisonburg, VA 22802

Doug Langley
3248 Taylorsville Rd.
Shelbyville, KY 40065

Maxie Love
224 Mallet Hill Rd
Columbia, SC 29223

Eddie A. Melton
1220 Watkins Sebree Rd.
Sebree, KY 42455-8924

Richard F. Price
2700 Stockton Road
Phoenix, MD 21131-1119

Curry A. Roberts
PM Holdings, L.L.C.
7200 Glen Forest Dr., Suite 306
Richmond, VA 23226

J.H.A. Smith, COB
HC 64, Box 22
Rosedale, VA 24280-9703

James A. Stonesifer
1120 Baust Church Road
Union Bridge, MD 21791-9720

William W. Vanderwende
4003 Seashore Highway
Bridgeville, DE 19933-9699

Raleigh O. Ward, Jr.
822 Effingham Highway
Effingham, SC 29541-7503

Wilbur C. Ward, Vice Chairman
P. O. Box 938
Clarkton, NC 28433-0938

Charles A. Wilfong
Route 1, Box 77
Dunmore, WV 24934-9764

OFFICERS:

Thomas R. Scribner, President & Chief Executive Officer
4432 Custis Road
Richmond, VA 23225

Leslie T. Newton, Executive Vice President & CFO
109 Early Street
Ashland, VA 23005

Clyde Hamstreet, Executive Vice President & Chief Restructuring Officer
6606 West Broad St.
Richmond, VA 23230

Fred Jezouit, Vice President & Treasurer
12371 Blanton Road
Ashland, VA 23005

N. Hopper Ancarrow, Jr., Secretary
921 S. Gaskins Road
Richmond, VA 23233



STATE OF RHODE ISLAND
AND PROVIDENCE PLANTATIONS
Office of the Secretary of State

Edward S. Inman, III, Secretary of State
Corporations Division
100 North Main Street, Providence, RI 02903-1335
401-222-3040



PROFIT CORPORATION ANNUAL REPORT FOR THE YEAR 2003

Filing Period: January 1-March 1 • Filing Fee: \$50.00

(FORM MUST BE TYPED OR PRINTED IN BLACK)

1. Corporate ID No.

2. Name of Corporation

113707

Southern States Cooperative, Incorporated

3. Street Address Principal Business Office

City

State

Zip

6606 West Broad Street

Richmond

Virginia

23230

4. Business Phone No.

5. State of Incorporation

6. SIC Code

(804) 281-1205

VIRGINIA

4473

7. Brief Description of the Character of Business Conducted in Rhode Island To engage in the business of a regional cooperative, including marketing and supplying agricultural products to its patrons as well as manufacturing, wholesaling and retailing its supplies and services and all legal activities related thereto.

8. NAMES AND ADDRESSES OF THE OFFICERS (*X* BOX FOR ATTACHMENT) FILL IN SPACES BEFORE USING ATTACHMENTS

President Name

Vice President Name

Thomas R. Scribner

Leslie T. Newton

Street Address

Street Address

4432 Custis Road

109 Early Street

City

State

Zip

City

State

Zip

Richmond

VA

23225

Ashland

VA

23005

Secretary Name

Treasurer Name

N. Hopper Ancarrow, Jr.

Lee F. Whitney

Street Address

Street Address

921 South Gaskins Road

5761 Fire Light Terrace

City

State

Zip

City

State

Zip

Richmond

VA

23233

Moseley,

VA

23120

9. NAMES AND ADDRESSES OF THE DIRECTORS (*X* BOX FOR ATTACHMENT) FILL IN SPACES BEFORE USING ATTACHMENTS

Director Name

Director Name

(Attached list of Directors)

Street Address

Street Address

City

State

Zip

City

State

Zip

Director Name

Director Name

Street Address

Street Address

City

State

Zip

City

State

Zip

10. SHARES AUTHORIZED (*X* BOX FOR ATTACHMENT)

11. SHARES ISSUED (*X* BOX FOR ATTACHMENT)

AUTHORIZED SHARES

ISSUED SHARES

Number of Shares

Class/Series

Par Value

Number of Shares

Class/Series

Par Value

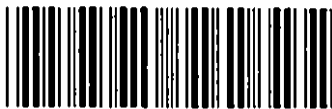
21,000,000

1,000,000 Preferred \$100.00
20,000,000 Common 1.00

1,000,000
20,000,000

Preferred \$100.00
Common 1.00

This report must be signed in ink by either the President, Vice President, Secretary, Assistant Secretary, Treasurer, Receiver or Trustee



* 1 1 3 7 0 7 *

File Date: 1-15-03

Check No.: 900019118

By: NC

FOR SECRETARY OF STATE USE ONLY

Under penalty of perjury, I declare and affirm that I have examined this report, including any accompanying schedules and statements, and that all statements contained herein are true and correct.

N. Hopper Ancarrow, Jr. 1/6/03
Signature of Officer Date

N. Hopper Ancarrow, Jr.
Print or Type Name of Officer

Secretary

5
Title of Officer

**BOARD OF DIRECTORS
SOUTHERN STATES COOPERATIVE, INCORPORATED**

Cecil D. Bell, Jr.
3520 Paris Road
Georgetown, Ky 40324-9773

Floyd K. Blessing
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Houston, DE 19954-9618

Laird Bowman
270 Bowmont Farm Lane
Boones Mills, VA 24065

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Crestview Farm, 1355 Handy Pike
Harrodsburg, KY 40330-8789

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Sebree, KY 42455-8924

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2700 Stockton Road
Phoenix, MD 21131-1119

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William W. Vanderwende
4003 Seashore Highway
Bridgeville, DE 19933-9699

Raleigh O. Ward, Jr.
822 Effingham Highway
Effingham, SC 29541-7503

Wilbur C. Ward, Vice Chairman
P. O. Box 938
Clarkton, NC 28433-0938

Charles A. Wilfong
Route 1, Box 77
Dunmore, WV 24934-9764



STATE OF RHODE ISLAND
AND PROVIDENCE PLANTATIONS
Office of the Secretary of State

Edward S. Inman, III, Secretary of State
Corporations Division
100 North Main Street, Providence, RI 02903-1335
401-222-3040



PROFIT CORPORATION ANNUAL REPORT FOR THE YEAR 2002

Filing Period: January 1-March 1 • Filing Fee: \$50.00

(FORM MUST BE TYPED IN BLACK)

1. Corporate ID No.

113707

2. Name of Corporation

Southern States Cooperative, Incorporated

3. Street Address Principal Business Office

6606 West Broad Street

City

Richmond

State

Virginia

Zip

23230

4. Business Phone No.

804-281-1205

5. State of Incorporation

VIRGINIA

6. SIC Code

4473

7. Brief Description of the Character of Business Conducted in Rhode Island To engage in the business of a regional cooperative, including marketing and supplying agricultural products to its patrons as well as manufacturing, wholesaling and retailing its supplies and services and all legal activities related thereto.

8. NAMES AND ADDRESSES OF THE OFFICERS (*X* BOX FOR ATTACHMENT)

FILL IN SPACES BEFORE USING ATTACHMENTS

President Name

Wayne A. Boutwell

Street Address

10 River Court Lane

City

Richmond

State

VA

Zip

23233

Vice President Name

Jonathan A. Hawkins

Street Address

3910 Victoria Lane

City

Midlothian

State

VA

Zip

23113

Secretary Name

N. Hopper Ancarrow, Jr.

Street Address

921 S. Gaskins Rd.

City

Richmond

State

VA

Zip

23233

Treasurer Name

Leslie T. Newton

Street Address

109 Early Street

City

Ashland

State

VA

Zip

23005

9. NAMES AND ADDRESSES OF THE DIRECTORS (*X* BOX FOR ATTACHMENT)

FILL IN SPACES BEFORE USING ATTACHMENTS

Director Name

(See attached list of Directors)

Street Address

City

State

Zip

Director Name

Street Address

City

State

Zip

Director Name

Street Address

City

State

Zip

Director Name

Street Address

City

State

Zip

10. SHARES AUTHORIZED (*X* BOX FOR ATTACHMENT)

AUTHORIZED SHARES

Number of Shares

Class/Series

Par Value

21,000,000

1,000,000 Preferred

\$100.00

20,000,000 Common

1.00

11. SHARES ISSUED (*X* BOX FOR ATTACHMENT)

ISSUED SHARES

Number of Shares

Class/Series

Par Value

1,000,000

Preferred

\$100.00

20,000,000

Common

1.00

This report must be signed in ink by either the President, Vice President, Secretary, Assistant Secretary, Treasurer, Receiver or Trustee



* 1 1 3 7 0 7 *

File Date

Check No.

By

FOR SECRETARY OF STATE USE ONLY

Under penalty of perjury, I declare and affirm that I have examined this report, including any accompanying schedules and statements, and that all statements contained herein are true and correct.

Signature of Officer

1/24/02

Date

N. Hopper Ancarrow, Jr.

Print or Type Name of Officer

Secretary

Title of Officer

**BOARD OF DIRECTORS
SOUTHERN STATES COOPERATIVE, INCORPORATED**

Michael W. Beahm
7816 Sanderson Drive
Roanoke, VA 24019-7215

Cecil D. Bell, Jr.
3520 Paris Road
Georgetown, Ky 40324-9773

Floyd K. Blessing
234 Blairs Pond Road
Houston, DE 19954-9618

Earl L. Campbell
Crestview Farm, 1355 Handy Pike
Harrodsburg, KY 40330-8789

Jere L. Cannon
Route 3, Box 273
Flemingsburg, KY 41041-9547

William F. Covington
3008 S. NC 119
Mebane, NC 27302-8168

R. Bruce Johnson
29900 King William Road
West Point, VA 23181-9629

James A. Kinsey
Route 1, Box 169
Flemington, WV 26347-9720

Mark M. Hanna
5753 Hwy 91 South
Donalsonville, GA 31745-6709

John Bert East
4025 County Road 5
Leesburg, AL 35983-5342

Raleigh O. Ward, Jr.
822 Effingham Highway
Effingham, SC 29541-7503

Richard F. Price
2515 Stockton Road
Phoenix, MD 21131

William G. Pridgeon
1115 Pridgeon Road
Montgomery, MI 49255-9603

Curry A. Roberts
PM Holdings, L.L.C.
2095 Dabney Road
Richmond, VA 23230-3310

George E. Fisher
5615 James Madison Highway
Gordonsville, VA 22942-9724

Board of Directors, page 2

Eddie A. Melton
1220 Watkins Sebree Rd.
Sebree, KY 42455-8924

J.H.A. Smith, COB
HC 64, Box 22
Rosedale, VA 24280-9703

James A. Stonesifer
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Union Bridge, MD 21791-9720

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(FORM MUST BE TYPED IN BLACK)



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4. Business Phone No. 804-281-1205		5. State of Incorporation VIRGINIA		6. SIC Code 4473	
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8. NAMES AND ADDRESSES OF THE OFFICERS (*X* BOX FOR ATTACHMENT) ☐ FILL IN SPACES BEFORE USING ATTACHMENTS					
President Name Wayne A. Boutwell		Vice President Name Jonathan A. Hawkins			
Street Address 10 River Court Lane		Street Address 3910 Victoria Lane			
City Richmond	State VA	Zip 23233	City Midlothian	State VA	Zip 23113
Secretary Name N. Hopper Ancarrow, Jr.		Treasurer Name Leslie T. Newton			
Street Address 921 South Gaskins Rd.		Street Address 109 Early Street			
City Richmond	State VA	Zip 23233	City Ashland	State VA	Zip 23005
9. NAMES AND ADDRESSES OF THE DIRECTORS (*X* BOX FOR ATTACHMENT) ☒ FILL IN SPACES BEFORE USING ATTACHMENTS					
Director Name K. Gene McClung		Director Name Philip W. Miller			
Street Address 1631 Charrington Drive		Street Address 9430 Donachy Drive			
City Midlothian	State VA	Zip 23113	City Bon Air	State VA	Zip 23235
Director Name George W. Winstead		Director Name (See attached list of Directors)			
Street Address 11921 Bollingbrook Drive		Street Address			
City Richmond	State VA	Zip 23236	City	State	Zip
10. SHARES AUTHORIZED (*X* BOX FOR ATTACHMENT) ☐			11. SHARES ISSUED (*X* BOX FOR ATTACHMENT) ☐		
AUTHORIZED SHARES			ISSUED SHARES		
Number of Shares	Class/Series	Par Value	Number of Shares	Class/Series	Par Value
21,000,000			1,000,000	Preferred	\$100.00
1,000,000	Preferred	\$100.00	20,000,000	Common	1.00
20,000,000	Common	1.00			

This report must be signed in ink by either the President, Vice President, Secretary, Assistant Secretary, Treasurer, Receiver or Trustee



* 1 1 3 7 0 7 *

File Date: 2/26

Check No.: 462858

By: 26

FOR SECRETARY OF STATE USE ONLY

Under penalty of perjury, I declare and affirm that I have examined this report, including any accompanying schedules and statements, and that all statements contained herein are true and correct.

N. H. Ancarrow, Jr. 2-16-01
Signature of Officer Date

N. H. Ancarrow, Jr.
Print or Type Name of Officer

Vice President & Secretary
Title of Officer

**BOARD OF DIRECTORS
SOUTHERN STATES COOPERATIVE, INCORPORATED**

Michael W. Beahm
7816 Sanderson Drive
Roanoke, VA 24019-7215

Cecil D. Bell, Jr.
3520 Paris Road
Georgetown, Ky 40324-9773

Floyd K. Blessing
234 Blairs Pond Road
Houston, DE 19954-9618

James E. Brady, Jr.
Route 2, Box 176
Marion, AL 36756-9227

Earl L. Campbell
Crestview Farm, 1355 Handy Pike
Harrodsburg, KY 40330-8789

Jere L. Cannon
Route 3, Box 273
Flemingsburg, KY 41041-9547

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Mebane, NC 27302-8168

Herbert A. Daniel
Route 2, Box 94
Claxton, GA 30417-9444

R. Bruce Johnson
29900 King William Road
West Point, VA 23181-9629

James A. Kinsey
Route 1, Box 169
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5753 Hwy 91 South
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1115 Pridgeon Road
Montgomery, MI 49255-9603

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Clarkton, NC 28433-0938

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Dunmore, WV 24934-9764