

## Cindy Schneible

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**From:** noreply@civicplus.com  
**Sent:** Friday, June 30, 2017 10:31 AM  
**To:** Cindy Schneible  
**Subject:** Online Form Submittal: Grant Application

### Grant Application

#### Step 1

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##### Important Information

*Please read the McKinney Community Development Corporation Grant Guidelines prior to completing this application.*

*The Grant Guidelines are available on this website, or can be obtained by calling 214-544-0296.*

*Please call to discuss your plans for submitting an application in advance of completing this form.*

*Completed application and all supporting documents are required to be submitted electronically or on a CD for consideration by the McKinney Community Development Corporation (MCDC) board. Please submit physical applications with CDs to:*

*McKinney Community Development Corporation  
5900 South Lake Forest Boulevard, Suite 110  
McKinney, TX 75070*

*If you are interested in a preliminary review of your project proposal or idea, please complete and submit the Letter of Inquiry form which is available on this website, or by calling 214-544-0296.*

***Applications must be completed in full, using this form electronically (or physically with the requested CD by mail), and received by MCDC by 5 p.m. on the application deadline indicated on the "Grants" page of this website.***

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#### Organization Information

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Name	D&L Feeds, Inc.
Federal Tax ID Number	75-2756138
Incorporation Date	4/24/1998
Mailing Address	109 Apache Cove
City	Lake Kiowa

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State	TX
Zip Code	76240
Phone Number	9403653129
Fax Number	9403659635
Email Address	info@dlfarmhome.com
Organization Type	For profit corporation

**Representative & Contact Information**

Representative Completing Application:

Name	Jasmine Jones
Title	Marketing Manager
Address	PO Box 271
City	Aubrey
State	TX
Zip Code	76227
Phone Number	9403653129
Fax Number	<i>Field not completed.</i>
Email Address	jasmine@dlfarmhome.com

(Section Break)

Contact for Communications Between MCDC and Organization:

Name	Jasmine Jones
Title	Marketing Manager
Address	PO Box 271
City	Aubrey
State	TX
Zip Code	76227
Phone Number	9403653129

Fax Number	<i>Field not completed.</i>
Email Address	jasmine@dlfarmhome.com
<b>Project Information</b>	
Funding - Total Amount Requested	\$140,177
Matching Funds Available:	No
Community Event/Project/Promotion: Start and Completion Dates	1/15/2016 - 12/1/2017
Board of Directors	Dean MacElroy, Owner Lezlie MacElroy, Owner
Leadership Staff	Dean MacElroy, Owner Lezlie MacElroy, Owner Scott Knight, GM Emily Saller, HR Bryson Allen, Financial Jasmine Jones, Marketing
Board of Directors Attachment	<i>Field not completed.</i>
Leadership Staff Attachment	<i>Field not completed.</i>

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Using the outline below, provide a narrative:

**1: Applying Organization**

*Describe the mission, strategic goals and objectives, scope of services, day to day operations and number of paid staff and volunteers.*

*Disclose and summarize any significant, planned organizational changes and describe their potential impact on the Project/Promotion/Community Event for which funds are requested.*

**2: Project or Promotion/Community Event (whichever is applicable)**

*- Outline details of the Project/Promotion/Community Event for which funds are requested. Include information regarding scope, goals, objectives, and target audience.*

*- **For Promotional Grants/Community Events** - describe how this initiative will promote the City of McKinney for the purpose of business development and/or tourism.*

*- Describe how the proposed Project/Promotion/Community Event fulfills the strategic goals and objectives for your organization.*

*- Please also include planned activities, time frame/schedule, and estimated attendance and admission fees if applicable.*

*- Include the venue/location for the Project/Promotion/Community Event.*

*- Provide a timeline for the Project/Promotion/Community Event.*

*- Detail goals for growth/expansion in future years.*



Event been submitted to MCDC in the past?

Has a feasibility study or market analysis been completed for this proposal? No

What is the estimated total cost for this Project/Promotion/Community Event? \$280354

Budget/Financial Statements [DLFarmHome-MCDC-GrantReq-financials.pdf](#)

What percentage of the Project/Promotion/Community Event funding will be provided by the Applicant? 100%

Are Matching Funds available? No

Cash *Field not completed.*

Source *Field not completed.*

Percent of Total *Field not completed.*

In-Kind *Field not completed.*

Source *Field not completed.*

Percentage of Total *Field not completed.*

Are other sources of funding available? No

Have any other federal, state, or municipal entities or foundations been approached for funding? No

### **Acknowledgements**

If funding is approved by the MCDC board of directors, Applicant will assure:  
- *The Project/Promotion/Community Event for which financial assistance is sought will be administered by or under the supervision of the applying organization;*

- *All funds awarded will be used exclusively for the purpose described in this application;*

- MCDC will be recognized in all marketing, outreach, advertising and public relations as a funder of the Project/Promotion/Community Event. Specifics to be agreed upon by applicant and MCDC and included in an executed performance agreement;
- Organization's officials who have signed the application are authorized by the organization to submit the application;
- Applicant will comply with the MCDC Grant Guidelines in executing the Project/Promotion/Community Event for which funds were received.
- A final report detailing the success of the Project/Promotion/Community Event, as measured against identified metrics, will be provided to MCDC no later than 30 days following the completion of the Project/Promotion/Community Event.
- Up to 80% of the approved grant may be provided, on a reimbursement basis, prior to conclusion of the Project/Promotion/Community Event with submission of invoices/receipts to MCDC. The final 20% may be paid following MCDC's receipt of unpaid invoices/receipts; documentation of fulfillment of obligations to MCDC; and final report on the Project/Promotion/Community Event.
- The required performance agreement will contain a provision certifying that the applicant does not and will not knowingly employ an undocumented worker in accordance with Chapter 2264 of the Texas Government Code, as amended. Further, should the applicant be convicted of a violation under 8 U.S.C. § 1324a(f), the applicant will be required to repay the amount of the public subsidy provided under the agreement plus interest, at an agreed to interest rate, not later than the 120th day after the date the MCDC notifies the applicant of the violation.

**Incomplete applications or those received after the deadline listed in the application guidelines will not be considered.**

(Section Break)

Applicant Electronic Signature	Selecting this option indicates your agreement with the above statement.
Chief Executive Officer	Dean MacElroy
Representative Completing Application	Jasmine Jones
Completed Narrative	<a href="#">DLFarmHome-MCDC-GrantReq.pdf</a>
Date	6/30/2017

Email not displaying correctly? [View it in your browser.](#)

<b>OWNERSHIP – see Appendix 1</b>
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**D&L Feeds Inc.**

Fed. Tax ID: 75-2756138

Incorporated: April 24, 1998

Mailing Address: PO Box 271, Aubrey, TX 76227

Phone: 940-365-3129

Fax: 940-365-9536

Email: [jasmine@dlfarmhome.com](mailto:jasmine@dlfarmhome.com)

Website: [www.dlfarmhome.com](http://www.dlfarmhome.com)

Operates 4 retail stores as D&L Farm and Home and D&L AgMart

Owners:

- Dean MacElroy
- Lezlie MacElroy

**MacElroy Land Management, LLC**

Texas ID: 32041396188

Incorporated: March 10, 2010

Mailing Address: 109 Apache Cove, Lake Kiowa, TX 76240

Phone: 940-365-3129

Fax: 940-365-9536

Retains ownership of real estate leased to D&L Feeds, Inc.

Owners:

- Dean MacElroy
- Lezlie MacElroy





## **I. About D&L Farm and Home (D&L Feeds, Inc.)**

D&L Farm and Home exists to share our love and passion for agriculture and pets. We sell & deliver agricultural and pet products to our retail customers and provide expertise for their use. In the simplest of terms we are a feed store. However, that definition has grown significantly over the years and we no longer just sell feed and supplies for larger livestock. Our reach has gone way beyond to include a full selection of pet food and supplies (from the most basic to the most specialized), supplies for backyard chicken owners (urban & rural), lawn and garden supplies, including organics and many other products for use in an around your yard, garden and barn. Our mission is to be dedicated to helping our customers pursue their passion for their homes, pets, livestock and agricultural needs. We strive to provide each customer with personalized care from our knowledgeable, friendly and professional staff. Our customers are the most important people in our business and deserve a superior shopping experience; whether they walk in the door, call on the phone, or contact us electronically. D&L vows to stay progressive, put the customer's needs first, embrace change and pursue excellence. We succeed at doing this by making D&L a great place for our customers to shop, a great place for our employees to work and maintaining professional practices in all aspects of our business. Our strategic anchors used to guide us in our business are: All About Ag; AgXperts; Serve One, Serve All; Name Knowers.

Dean MacElroy, an Agriculture-Economics graduate from Texas A&M University, and Lezlie MacElroy, a Business Administration graduate from Texas A&M and Certified Public Accountant, combined their expertise and skills to work hand-in-hand to build D&L Farm and Home into a successful business. In 1988 they opened D&L's first store in Aubrey. Since then the company has grown to include five stores (Aubrey, Celina, Gainesville, Sanger and McKinney) and a distribution center, with sales of over \$15.9M company-wide.

The McKinney store was added to the D&L family in 2004 when we purchased AgMart, an existing retail store that had originally opened to serve the McKinney area in 1980. Currently, the McKinney store serves on average 150 customers each day with 13 employees. Our 2016 net sales were just over \$3.2M with 33% of those sales generated from taxable merchandise. We have experienced tremendous growth in net sales over the last ten years (nearly 10-fold). And, although the foundation of our business is feed and hay for livestock, the proportion of sales of taxable merchandise is growing as well, up from 26.5% in 2012.

## **II. D&L Farm and Home's Expansion Project**

As we've experienced significant growth for several years it has become apparent our business in McKinney was outgrowing our physical location. In 2016 we began looking for locations that would allow us to expand the business to continue to serve the community, and more of it. We purchased 3 acres of land located at 1502 N Church St and began the process of developing it for

our new retail location. For many, it would be considered a less than desirable piece of land with easements for the large number of overhead power lines, and requires significant infrastructure improvements for which we are looking to offset with this grant. The new location will give D&L a great opportunity to have more space to operate out of, with a more ideal set up for our business. It is relatively close to our current location, which has been where McKinney residents have been going for feed and pet products for over 30 years, which will allow for a smooth transition. The new location will give us the opportunity to continue share our passion for agriculture and pets with our current customers; and to grow our business to serve more members of the McKinney community. With our broad product mix, from pet food to organic fertilizer to hay and livestock feed we can serve a large portion of the population in McKinney. We will be able to continue and increase our support of community events like the Collin County Junior Livestock Show, annual Tour De Coop and Krewe of Barkus. Plus, we will have the opportunity to dramatically increase the number of community events we host – such as: pet owner workshops, backyard chicken keeping, raised bed/square-foot gardening, organic lawn & garden care, etc. These events will provide the residents of McKinney with fun, educational, family-friendly events that support McKinney’s unique-ness and help make it a great place to live.

Our conservative 5-year growth plan projects sales growth of 30% with an increasing portion of taxable sales to 40% of total sales. This comes as our business shifts away from large animal/livestock products to small animal, home and garden products. We expect to increase our employees as sales increase, adding 5-10 more jobs in the next five years (we’ve recently added 4).

	5 Year Sales Projection				
	2018	2019	2020	2021	2022
Net Sales	\$3,459,496.94	\$3,632,471.79	\$3,814,095.38	\$4,004,800.15	\$4,205,040.15
Taxable Sales	\$1,193,526.44	\$1,307,689.84	\$1,430,285.77	\$1,541,848.06	\$1,682,016.06

Additionally, as sales increase, taxable inventories and our taxable purchases of materials and supplies will increase accordingly.

Estimated Taxable Inventories at end of year				
2018	2019	2020	2021	2022
\$207,569.82	\$217,948.31	\$228,845.72	\$240,288.01	\$252,302.41

Estimated Taxable Purchases of Supplies, Materials				
2018	2019	2020	2021	2022
\$48,432.96	\$50,854.61	\$53,397.34	\$56,067.20	\$58,870.56

Our development timeline began in early 2016 with initial bids and contractor selection in June, 2016. With 12 months of development work with our contractor, architects, engineers and the City of McKinney we received our building permit in June, 2017 and expect to have building completed by December, 2017. The whole development project is requiring a significant investment for a small, family owned independent retailer with a budget nearing \$1.25M (see Appendix 2) in addition to the purchase of the land. Development of this particular piece of land is requiring significant upgrades to the city infrastructure, which is currently available on the West side of Church St. Our project addresses the city utilities (water, storm drainage, and sewer) and makes them available on the East side of the street which includes new man holes and street boring. These improvements have incurred significant costs and a make up a substantial part of our budget for the project (see Appendix 3). The contractor's portion is currently at \$266,954 and the engineering costs for the infrastructure improvements are \$13,400; of which we're seeking help with 50%. We have taken on the responsibility for the improvement projects which relieve the City of that task. Once completed, the infrastructure improvements will be available for the City to use and for future development use on the East side of North Church St. This grant is an important piece in allowing us to continue to do business in the city of McKinney long-term; helping us reach our sales goals, and continuing to increase our generation of sales tax funds for the City.

In addition to asking for your consideration under Section 501.103.1 of the Texas Local Government code, we ask that you consider the value a small, independent 'feed store' in McKinney. To highlight this we started gathering research and data related to the benefits of agriculture, how it sustains our economy, and how there is improved quality of life for people who own pets and are involved in agricultural pursuits. As we were gathering statistics and reading research articles it all felt very calculated and impersonal. One story, however, kept coming to mind.

Emily's (our HR Manager) husband works in Plano as a financial planner and one of the most exciting connections he makes with a client is when they recognize and shop with D&L Farm and Home. Just this week Emily received a text from him stating, "I am meeting with a new client from McKinney, and they can't wait for the new store to open!" We are going to give this person the name Sam. Sam further explained that D&L is his preferred place to buy hay and feed for his horses that are boarded locally when they travel to shows. However, Sam is currently unable to bring his trailer to our facility because of limited space in the parking lot. As a small, family-owned business with approximately 70 employees (company-wide), there is no greater affirmation that expanding our selection and building a new location is the right decision.

You're probably wondering, why is Sam so important that he is mentioned in a grant proposal to illustrate how our project aligns with the goals of McKinney's City Council and the MCDC? Sam is important because he represents what is unique about McKinney, how D&L's existence promotes McKinney's unique nature, and how our existence improves quality of life for McKinney's citizens.

First, Sam represents what is unique about McKinney. The McKinney market is one of the most fun places for a business that exists to share our love and passion for agriculture and pets. In our market we support people who live on large farms and make a living raising, selling, training cattle, horses, sheep...all kinds of animals. We support community petting zoos and wildlife sanctuaries that provide entertainment and education to McKinney's children. We support youth and families who devote time and energy to showing animals and livestock. We support the suburban mom who raises chickens in her backyard to provide healthy protein for her family and teach her children how food is provided. We support the professional who boards their horse and leaves their busy life on the weekend to pursue their love for riding and rural scenery. We support farmers who grow hay and other crops. We support families who have a beloved dog or cat that needs a special diet. We support the community that makes McKinney unique, a metropolitan area with deep agricultural roots and appreciation for the sources of sustenance in life.

We promote the unique nature of McKinney by supporting these aforementioned people groups and participating in local events such as the McKinney Tour de Coop and local FFA shows. We also host events at our store. These events include an annual Chick Days with featured activities that include a chicken swap and chicken show as well as educational seminars and a loyalty reward banquet.

Our expansion will help improve the quality of life, develop business in the East McKinney area and help economic growth. Expanding will create more jobs for local residents, generate revenue from product sales, and help develop an increased interest in activities such as gardening, raising chickens and/or caring for pets. These activities can help produce landscapes and a culture that draws tourists and residents to the East McKinney area.

In addition, there is no greater joy than having a family enter our doors and spend an hour browsing the unique products. Patrons love watching and petting our live animals and seeing the joy on children's faces as they learn more about the agriculture world makes sharing our passion gratifying. It is our hope that with an expanded physical location that will include more live animals, a self-service pet washing center, and an expanded Lawn & Garden center, more families, especially on the East side of McKinney, will find joy inside our doors and begin to pursue their own agricultural pursuits, urban or rural. We will be more prepared to share our passion and expertise with the new location.

### **III. Financial**

Attached (Appendix 4) you will find CPA-prepared financial statements for D&L Feeds, Inc. and MacElroy Land Management, LLC. As privately owned companies we have not been required to provide audited financials.

#### **IV. Marketing and Outreach**

D&L Farm and Home will be increasing our marketing efforts to support our new location. We have a strong social presence and maintain an email marketing list which is currently close to 5,000. Our marketing plans include a mix of print, digital/email, social, in-store events and community outreach programs/events. All of our efforts focus around promoting D&L as a small, independently owned business, with a broad product mix and an exceptional shopping environment, and drive people to come to our store. We also have many vendor partners that help market D&L in their various efforts.

#### **V. Metrics to Evaluate Success**

We continually monitor key retail performance indicators in our business to ensure we are growing sales and working in the right direction to meet our goals. We will continue to look at sales revenue and the percentage of those sales that are taxable.





**BULLARD  
CONSTRUCTION  
INC.**

P.O. Box 575 • Addison, Texas 75001 • (972) 661-8474 • FAX (972) 661-8985 • [www.bullardconstruction.com](http://www.bullardconstruction.com)

June 29, 2017

Ms. Jasmine Jones  
D & L Feed Store  
7976 Highway 377  
Pilot Point, Texas 76258

Re: Infrastructure Upgrades  
1502 N. Church Street  
McKinney, Texas 75069  
B8017

Dear Ms. Jones,

Per our conversation, the cost for the utility improvements necessary for the building is as follows:

Original budget	\$	220,555.00
Changes	\$	33,687.00
Contractor's OH/P	\$	<u>12,712.00</u>
<b>TOTAL</b>	<b>\$</b>	<b>266,954.00</b>

The price above includes:

Water  
Storm drainage  
Sewer  
Street boring  
New man-holes  
Traffic control

Please contact me if you have any questions.

Sincerely,  
Bullard Construction, Inc.

Keith McMahon

KM/cm

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**EXHIBIT A**

**CONSTRUCTION MATERIALS TESTING  
D&L FEED STORE AND WAREHOUSE  
1502 N. CHURCH STREET  
MCKINNEY, TEXAS**

Gentlemen:

Submitted here is our proposal for observation and testing of construction materials (CMT) at the referenced project.

This proposal is based on a review of the project site plan and the Hooper Group, Inc. geotechnical report provided. We request the opportunity to re-visit this proposal when complete plans and specifications are available.

Our proposed scope of services and unit fees are attached. We have based the number of hours on the services typically provided for this type of project as follows:

- Periodic observation and testing of the earthwork
- Full-time observation and testing of concrete
- Periodic observation of the structural steel

Based on the anticipated schedule and quoted fees, a budget of \$13,400.00 is recommended for our services. If any questions arise, do not hesitate to call.

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**EXHIBIT A**

**COST ESTIMATE  
CONSTRUCTION MATERIALS TESTING  
D&L FEED STORE AND WAREHOUSE  
1502 N. CHURCH STREET  
MCKINNEY, TEXAS**

**Earthwork**

A total of 62 hours are anticipated to test the site fills, "select" fill, paving subgrade, panel leave-outs and utility backfill.

56	Hours Engineering Technician w/Nuclear Gauge (price includes densities) @ \$54.00 per hour	\$3,024.00
6	Overtime Hours Engineering Technician w/Nuclear Gauge (price includes densities) @ \$71.80 per hour	430.80
3	Standard Proctor Determinations @ \$184.00 each	552.00
3	Atterberg Limit Determinations @ \$52.00 each	<u>156.00</u>
	Subtotal, Earthwork	\$4,162.80

**Concrete Sampling and Testing**

**Construction Schedule:**

Three days are estimated to pour the floor slabs, four days to pour the paving and three days to construct the panels. Pours are estimated at 75 to 100 yards per day. An additional five pours are estimated for placements of less than 50 yards.

**Technician Schedule:**

Considering one set of five cylinders per 100 cubic yards, a total of 106 hours are anticipated for concrete testing and reinforcing observation. We anticipate being on-site four to six hours for the large pours and two to four hours for miscellaneous pours.

89	Hours Testing Concrete, Making Concrete Cylinders and Picking up Cylinders @ \$52.00 per hour	\$4,628.00
8	Overtime Hours Testing Concrete, Making Concrete Cylinders and Picking up Cylinders @ \$69.16 per hour	553.28
15	Sets of Cylinders (5 cylinders per set) Curing Testing and Reporting @ \$17.50 per cylinder	1,312.50
9	Hours Observing Reinforcing Steel Placement @ \$54.00 per hour	<u>486.00</u>
	Subtotal, Concrete	\$6,979.78

**Note:** Concrete scheduling and delivery rate may adversely affect the actual number of hours estimated.

EXHIBIT A

**COST ESTIMATE  
CONSTRUCTION MATERIALS TESTING  
D&L FEED STORE AND WAREHOUSE  
1502 N. CHURCH STREET  
MCKINNEY, TEXAS  
(Continued)**

**Structural Steel Observation**

8 Hours Certified Welding Inspector (minimum 4 hours per trip)  
@ \$74.50 per hour \$596.00

Subtotal, Structural Steel \$596.00

**Project Manager**

4 Hours @ \$83.00 per hour \$332.00

Subtotal, Project Manager \$332.00

**Clerical**

4 Hours @ \$54.00 per hour \$216.00

Subtotal, Clerical \$216.00

**Transportation Charge**

34 Trips @ \$30.00 each \$1,020.00

Subtotal, Transportation Charge \$1,020.00

**Total, All CMT \$13,306.58**

This estimate of the expected testing was developed based on project plans and the information as provided by the client. It should be recognized that variations in construction schedules, weather, amount of re-testing, additional testing requested by our client, etc., could result in differences between the actual and estimated testing costs. Although efforts will be made to maintain the testing costs within the estimated amount, charges will be computed based on actual services rendered.

Rates quoted are portal to portal, Monday through Friday, eight hours per day. Work performed on Saturdays and Holidays will be charged at 1.33 times the quoted rate.

MacElroy Land Management, L.L.C. - Circle R- D & L Farm and Home  
 1502 North Church Street  
 McKinney, Texas 75069  
 B8017  
 Revision 2  
 June 27, 2016

**02 SITE UTILITIES (Continued)**

**STORM SEWER:**

6" Storm Sewer	481 LF
Bore	45 LF
Bore Pit	2 EA
4' Manhole	3 EA
6" DR	267 LF

Includes Meter Fees, Inspection Fees, Haul Off, and Trench Safety

\$ 220,555.00

**02 LANDSCAPE AND IRRIGATION**

Design and Build the Irrigation System - Allowance 1 LOT

\* May Need to be "Mowable" Before Certificate of Occupancy is Issued

\$ 25,000.00

**02 TRAFFIC CONTROL**

Power Wash Sidewalk and Paving	1 LOT
Striping and Layout	1 LOT
Handicap Signs	2 EA
Wheel Stops	10 EA

\$ 2,193.00

**02 BARRICADES**

Allowance for Two (2) Months 2 MONTHS

\$ 4,950.00

**03 CONCRETE - FLOATING STRUCTURAL SLAB**

6" Paving	25,436 SF
6" Curb	1,293 LF
Sidewalk	3,456 SF
Saw Cut Approach	2 EA
Type F Perimeter Beam - Poured Monolithically Earth Formed	868 LF
Type B Interior Beam - Poured Monolithically Earth Formed	856 LF
5" Slab with Beams	14,900 SF
C Beam - Poured Monolithically Earth Formed	40 LF
* No Vapor Barrier Shown - But 10 Mil Included Per Soils Report	14,900 SF

\* No Dumpster Pad Shown

\* No Light Poles Bases

\$ 269,129.00

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**04 MASONRY**

4" Split Face Block - Standard Colors and Mortar	3,680 SF	\$ 65,450.00
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**04 DUMPSTER SCREEN**

Allowance Only - Per Note on C1.02 - No Details Provided	1 LOT	\$ 7,500.00
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**05 METAL BUILDINGS**

Three (3) Buildings	1 LOT	
Designed, Fabricated, and Erected	1 LOT	
PPR Panels 26 Gauge - Wall Standard Color	1 LOT	
PBR Roof Panels 26 Gauge Galvanized	1 LOT	
5' X 25' Canopy	1 LOT	
3" VRR White Face Insulation	1 LOT	
Gutters and Downspouts - Standard Profile	1 LOT	
Flashing, Trim, and Cap Details	1 LOT	
Lean to Canopy 20' X 40'	1 LOT	
Designed to IBC - 2015 Risk Category II	1 LOT	
* May Not Meet Energy Codes		
		\$ 162,028.00

**06 MILLWORK**

"L" Shaped Retail Sales - Laminate	30 LF	
Employee Lounge Upper and Lower PLAM - 6' Upper and 9' Lower		
Laminate Retail Center Lower Open	12 LF	
Men's Counter PLAM	3 LF	
Women's Country / Vanity	6.5 LF	
Closet Shelf	1 EA	
		\$ 12,831.00

**06 CARPENTRY**

See Drywall	-	\$ -
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**07 WATERPROOFING**

Allowance	1 LOT	\$ 4,500.00
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MacElroy Land Management, L.L.C. - Circle R- D & L Farm and Home  
 1502 North Church Street  
 McKinney, Texas 75069  
 B8017  
 Revision 2  
 June 27, 2016

**08 GLASS AND GLAZING**

Pair of 3' X 7' Medium Style Glass Entry	1 PR	
6' X 8' Sidelights - Exterior	2 EA	
4' X 5' Windows - Exterior	2 EA	
4' X 4' Interior Glass	2 EA	
3' X 5' Restroom Mirror	2 EA	
		\$ 11,900.00

**08 DOORS AND HARDWARE**

6' X 8' Exterior Hollow Metal Pair - Includes Interior at Warehouse	3 PR	
3' X 7' Exterior Hollow Metal Single	3 EA	
3' X 7' Single Interior	4 EA	
3' X 7' Pair	2 PR	
4' X 4' Glass Frames	2 EA	
* Interior Doors to be Prefinished with Prefinished Frames Timely or Equal		
* Changes from Plans to 3' X 7' Prefinished		
		\$ 12,900.00

**08 OVERHEAD DOORS**

12' X 12' Sectional Overhead Doors - Noninsulated Manual	4 EA	
		\$ 5,800.00

**09 DRYWALL, FRAMING, AND CEILING**

Frame Walls - Retail	186 LF	
Furred Walls - Retail	186 LF	
Sheetrock on Walls and Ceiling	1 LOT	
Insulate Restroom Walls Only	288 SF	
Walls in Small Storage	138 SF	
Sheetrock at Small Storage	1 LOT	
FRP at Restrooms walls to 4'-0"	25 LF	
* All Interior Ceiling Figured at 10'		
* No OSB Siding at Exterior as Indicated on the Section		
* No Insulation at Sheetrock Walls or Ceiling		
* Added FRP at Dog Wash		
* No Decking or Mezzanine Floor Anywhere		
* Ceiling to be Suspended		
		\$ 24,311.00

MacElroy Land Management, L.L.C. - Circle R- D & L Farm and Home  
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**09 PAINT AND FINISH**

Tape, Bed, and Paint New Gypsum Walls	1	LOT
Tape, Bed, and Paint New Gypsum Ceilings	1	LOT
Paint Hollow Metal Doors and Frames	6	EA
Paint 5' X 25' Canopy	1	EA

EXCLUDES:

All Work in Building #2, Any Painting of Interior Exposed Structure, CMU, Interior Doors or Frames (Prefinished), Overhead Doors (Prefinished), Gutters or Downspouts (Prefinished)

\* No Spray Texture Indicated

\$ 14,065.00

**09 FLOOR COVERING**

Allowance to Stain and Seal Concrete Floor at Retail Offices Only	1,465	SF
* Does Not Include Retail Space, Any Work in Building #2 or Building #3 (Warehouse)		
4" Cove Base (Not Shown) - Included	563	LF
* Stain Standard Color and One (1) Coat of Sealer - Defects in Concrete will be Visible		

\$ 6,845.00

**10 ACCESSORIES**

Grab Bars	4	EA
Toilet Paper Dispensers	2	EA
Fire Extinguishers	3	EA

\$ 520.00

**10 WINDOW COVERINGS**

None Bid	-	-
		\$ -

**10 APPLIANCES**

None Bid	-	-
		\$ -

**15 FIRE PROTECTION**

None Bid	-	-
		\$ -

MacElroy Land Management, L.L.C. - Circle R- D & L Farm and Home  
 1502 North Church Street  
 McKinney, Texas 75069  
 B8017  
 Revision 2  
 June 27, 2016

**15 PLUMBING**

Handicap Water Closet - P1	2 EA	
Lavatories - P2	2 EA	
Sinks - P3	2 EA	
Mop Sink - P4	1 EA	
Hot Water Heater - P5	1 EA	
Drinking Fountain	1 EA	
Waste, Vent, and Supply Lines	1 LOT	
Floor Drain - P6	1 EA	
Clean Out - P7	2 EA	
* No Gas		
* No Work in Building #3 or Building #3		
Add Washing Machine Connection	1 EA	
		\$ 22,260.00

**15 HVAC**

* We Believe the Current Design is Not Adequate. It Would be Less Expensive to Use Package Units, Ground Mounted. This is Six (6) Tons More than Designed.		
One (1) Four Ton and One (1) Ten Ton Units with Electric Heat	14 TONS	
Ductwork	1 LOT	
Thermostats	2 EA	
Return and Supply Grills	1 LOT	
Restroom Exhaust Fans	2 EA	
Economizers on Both Units	2 EA	
Will Provide Engineered Drawings	1 LOT	
Add Dryer Vent	1 EA	
Add Exhaust Fan at Dog Wash - Allowance	1 EA	
		\$ 32,318.00

**16 ELECTRICAL**

Lighting - Types A, B, C, D, and EX	1 LOT	
Power - Per Plans	1 LOT	
Power to HVAC	1 LOT	
New Service	1 LOT	
Meter Base	1 LOT	
Primary Underground Service to a Utility Pole for Each Building - Allowance 150 LF Each	1 LOT	
* Does Not Include Power Company Changes, Primary Conductors, Conduits for Phone or IT Service		
Add Upgrade to 3 Phase Power for HVAC System	1 LOT	
		\$ 55,060.00

MacElroy Land Management, L.L.C. - Circle R- D & L Farm and Home  
 1502 North Church Street  
 McKinney, Texas 75069  
 B8017  
 Revision 2  
 June 27, 2016

**16 FIRE ALARM**

None Bid

\$ -

**01 GENERAL CONDITIONS**

Supervision	22 WEEKS
Expenses	22 WEEKS
Dumpster	1 LOT
Final Clean	1 LOT
Temporary Power	1 LOT
Temporary Water	1 LOT
Site Lay Out	1 LOT
Miscellaneous Supplies	1 LOT
Saw Cutting	1 LOT
Back Fill	1 LOT
Printing	1 LOT
Phone	1 LOT
Job Shack	1 LOT
Temporary Facilities	1 LOT
Insurance	1 LOT

\$ 71,170.00

**PERMIT**

Allowance Only

1 EA

\$ 7,500.00

Cost	\$ 1,128,150.00
OH / P	56,407.50
Sales Tax - New Construction	-
Total	\$ 1,184,557.50

**SCHEDULE OF ALLOWANCES INCLUDED IN THE CONTRACT**

Landscape and Irrigation	\$ 25,000.00
Barricades	4,950.00
Dumpster Pad, Screen, and Gates	7,500.00
Waterproofing	4,500.00
Stained Concrete Floor and Base at Retail	6,845.00
Exhaust Fan at Dog Wash	932.00
Primary Underground Service - 150 LF	-
Permit Fees	7,500.00



D & L Farm & Home  
1502 North Church Street  
McKinney, Texas 75069  
88017

EXCLUSIONS AND QUALIFICATIONS

**EXCLUSIONS:**

Storm Water Pollution Prevention Plan or Reports

Asbestos Survey

TDLR or TAS Registration

Third Party Compliance Inspections (Energy)

Phone, Data, or IT

Signage

Payment and Performance Bonds

Impact Fees

Testing Lab Fees

Fire Alarm or Monitoring

Fire Sprinkler System

Power Company Fees or feeders in the Primary Conduits

Gas Company Fees or Any Gas

Liquidated Damages

Pest Control

Knox Box

Security

Cable Television

Locksmith or Keying

Rock Excavation

- \* Energy Compliance Certifications – May be Required
- \* Lime Stabilization – May be Required

**QUALIFICATIONS:**

We do not fully understand or agree too much of the language in the bid documents as it pertains to savings and guaranteed maximum price. We request a better understanding of the intentions.

There is no finish schedule. Finishes indicated are an allowance.

McKinney may require landscaping to be "mowable" before issuing a certificate of occupancy.

Sidewalks and paving are subject to move per the soils report.

Split Block Bid as 4" Standard Color and Mortar

D & L Farm & Home  
1502 North Church Street  
McKinney, Texas 75069  
88017

EXCLUSIONS AND QUALIFICATIONS

**QUALIFICATIONS (Continued):**

Roof Bid as Galvanized

Insulation in Building Bid as 3" VRR – See Alternate for 9"

Wall Panels at Metal Building Standard Color

Interior Doors are 3' X 7' Prefinished or Painted in Prefinished Frame with Standard Commercial Hardware



POWELL CONSTRUCTION, INC.

972-562-2762 • Fax 972-562-2954  
P.O. Box 2967 • McKinney, TX 75070

### Change Proposal

Date	Change Proposal Number
5/31/2017	1

Customer

Bullard Construction, Inc.  
4371 Lindbergh Drive, P.O. Box 575  
Addison, Texas 75001

Project

D&L Farm & Home  
McKinney, TX

Costs associated with Revised plans C4.01 water revisions and C5.01 - C5.02 sewer MH and pipe installation method.

Item	Description	Quantity	Unit	Unit Price	Total
<b>Section A - Potable Water Facilities</b>					
1	Bore & encase 8" water	38	l.f.	\$ 419.00	\$ 15,922.00
<b>Total Section A - Potable Water Facilities</b>					<b>\$ 15,922.00</b>

Item	Description	Quantity	Unit	Unit Price	Total
<b>Section B - Sanitary Sewer Facilities</b>					
1	Remove & replace existing 4' MH	1	ea.	\$ 6,409.00	\$ 6,409.00
2	Bore & Encase 8" Sanitary Sewer	-41	l.f.	\$ 324.00	\$ (13,284.00)
3	Remove & replace paving	66	s.y.	\$ 156.00	\$ 10,296.00
4	Traffic control	1	l.s.	\$ 14,094.00	\$ 14,094.00
<b>Total Section B - Sanitary Sewer Facilities</b>					<b>\$ 17,515.00</b>

Item	Description	Quantity	Unit	Unit Price	Total
<b>Section D - General Conditions</b>					
1	Additional Bond Cost	1	ea.	\$ 250.00	\$ 250.00
<b>Total Section D - General Conditions</b>					<b>\$ 250.00</b>

<b>Change Proposal Total</b>	<b>\$ 33,687.00</b>
------------------------------	---------------------

Respectfully Submitted By:

Bree Mitchell

Accepted by:

\_\_\_\_\_  
Bullard Construction - Name / Title / Date



D&L Feeds, Inc.  
**Balance Sheet**  
As of May 31, 2017

	<u>May 31, 17</u>
<b>ASSETS</b>	
<b>Current Assets</b>	
Checking/Savings	
Cash in Bank	153,573.82
Cash on Hand	3,024.00
Total Checking/Savings	<u>156,597.82</u>
<b>Other Current Assets</b>	
Credit Card Holding Acct	270.66
1100 - Accounts Receivable-Epicor	1,238.52
1200 - Inventory	549,665.48
Total Other Current Assets	<u>551,174.66</u>
<b>Total Current Assets</b>	<u>707,772.48</u>
<b>Fixed Assets</b>	
Buildings	31,864.51
Equipment	394,964.77
Furniture & Fixtures	121,932.55
Leasehold Improvements	108,914.86
Less Accum. Depreciation	-724,120.95
Vehicles	155,629.38
Total Fixed Assets	<u>89,185.12</u>
<b>Other Assets</b>	
Goodwill	60,000.00
Less Accum Amortization	-52,710.15
Total Other Assets	<u>7,289.85</u>
<b>TOTAL ASSETS</b>	<u><u>804,247.45</u></u>
<b>LIABILITIES &amp; EQUITY</b>	
<b>Liabilities</b>	
<b>Current Liabilities</b>	
Accounts Payable	
*Accounts Payable	7,431.54
Total Accounts Payable	<u>7,431.54</u>
<b>Credit Cards</b>	
6288-Citi Advantage Sanger 7728	86.01
1749 - CITI Advantage 1749 Gville	923.59
5482 - CITI Advantage 5482 McK	1,005.09
Total Credit Cards	<u>2,014.69</u>
<b>Other Current Liabilities</b>	
2000 - Accounts Payable - Epicor	53,255.48
2002 - Intercompany Payables	108,473.90
2045 - Customer Deposits	2,454.60
2100 - Payroll Liabilities	-368.22
2270 - Sales Tax Payable	20,761.01
4915 - Loyalty Rewards Payable	995.00
Total Other Current Liabilities	<u>185,571.77</u>
Total Current Liabilities	<u>195,018.00</u>
<b>Long Term Liabilities</b>	
Note Payable-Ford-2015 F350	-1,395.84
Note Payable-Ford-2016 F350 825	37,452.66
Note Payable-Forklift	7,969.33

9:52 AM  
06/29/17  
Accrual Basis

**D&L Feeds, Inc.**  
**Balance Sheet**  
As of May 31, 2017

	<u>May 31, 17</u>
Note Payable-Forklift-Celina	13,990.70
Note Payable-Forklift 1-Mck	26,119.18
Note Payable-Forklift 2-Mck	25,310.25
Note Payable-John Deere	9,256.50
Note Payable-Northstar	87,108.30
<b>Total Long Term Liabilities</b>	<u>205,811.08</u>
<b>Total Liabilities</b>	<u>400,829.08</u>
<b>Equity</b>	
Capital Stock	1,000.00
Shareholder Distributions	-1,932.63
30000 - Opening Balance Equity	176,025.60
32000 - Retained Earnings	196,743.98
Net Income	31,581.42
<b>Total Equity</b>	<u>403,418.37</u>
<b>TOTAL LIABILITIES &amp; EQUITY</b>	<u><u>804,247.45</u></u>

9:53 AM  
 06/29/17  
 Accrual Basis

**D&L Feeds, Inc.**  
**Profit & Loss**  
 January through May 2017

	Jan - May 17
<b>Ordinary Income/Expense</b>	
<b>Income</b>	
4000 · Sales	3,738,900.66
4900 · Coupon Redemptions	-20,278.00
<b>Total Income</b>	3,718,622.66
<b>Cost of Goods Sold</b>	
5000 · Purchases	2,765,088.01
5060 · Coupon Reimbursement	-17,419.70
<b>Total COGS</b>	2,747,668.31
<b>Gross Profit</b>	970,954.35
<b>Expense</b>	
Amortization Expense	1,666.65
Computer Support	440.99
Customer Relations	2,749.72
Employee Education	337.00
Employee Procurement	735.00
Employee Relations	93.14
Master Card Fees	57,002.17
<b>Miscellaneous</b>	26.49
Professional Fees	1,337.53
6012 · Advertising & Promotion	8,286.04
6045 · Bad Debt Expense	346.00
6100 · Gasoline	8,993.76
6120 · Bank Service Charges	861.01
6150 · Depreciation Expense	33,500.00
6160 · Dues and Subscriptions	125.00
6170 · Equipment Rental	4,070.00
6180 · Insurance	39,214.01
6200 · Interest Expense	5,083.30
6205 · Propane	900.23
6230 · Licenses and Permits	596.69
6270 · Returned Checks	0.59
6280 · Supplies	12,061.63
6290 · Rent	70,660.00
6300 · Repairs & Maintenance	12,540.32
6320 · Travel & Ent	839.94
6340 · Telephone	6,534.09
6390 · Utilities	21,331.82
6560 · Payroll Expenses	503,873.07
6690 · Reconciliation Discrepancies	21.60
9800 · Allocated Corporate Overhead	51,708.62
9801 · Distribution Overhead	100,000.00
<b>Total Expense</b>	945,736.41
<b>Net Ordinary Income</b>	25,217.94
<b>Other Income/Expense</b>	
<b>Other Income</b>	
Incentive Payments	5,896.80
Interest Income	9.26
7030 · Other Income	457.42
	6,353.48

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06/29/17

Accrual Basis

**D&L Feeds, Inc.**  
**Profit & Loss**  
January through May 2017

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	<u>Jan - May 17</u>
Total Other Income	<u>6,363.48</u>
Net Other Income	<u>6,363.48</u>
Net Income	<u><u>31,581.42</u></u>



**D&L FEEDS, INC**  
**BALANCE SHEET**  
As of December 31, 2016

**ASSETS**

**Current Assets**

Cash in Bank	74,045.19
Cash on Hand	4,706.00
Accounts Receivable	14,223.55
Prepaid Expense	
Inventory	578,557.29
Total Current Assets	671,532.03

**Fixed Assets**

Buildings	31,864.51
Equipment	388,896.91
Furniture & Fixtures	121,932.55
Leashold Improvement	108,914.86
Vehicles	155,629.38
Land	
Less Deprec	-690,620.95
Total Fixed Assets	116,617.26

**Other Assets**

Investment in Wheatbelt	
Cash Value Life Insurance	
Goodwill	60,000.00
Less Amortization	-51,043.50
Total Other Assets	8,956.50

**TOTAL ASSETS** 797,105.79

**LIABILITIES & EQUITY**

**Current Liabilities**

Accounts Payable	77,174.73
Deposits	3,263.84
Due to D&L Farm and Home	69,390.92
Accrued Payroll Taxes	11,554.29
Sales Tax Payable	19,608.19
Total Current Liabilities	180,991.97

**Long-Term Liabilities**

Notes Payable	244,338.08
Deferred Compensation	
Total Long Term Liabilities	244,338.08

Total Liabilities 425,330.05

**Equity**

Capital Stock	1,000.00
Opening Balance of Equity	225,865.89
Current Year Profit	144,909.84
Total Equity	371,775.73

**TOTAL LIABILITIES & EQUITY** 797,105.78

**D&L FEEDS, INC**  
**STATEMENT OF PROFIT & LOSS**  
As of December 31, 2016

**Operating Income**

Sales	8,598,499.67
Cost of Sales	<u>6,378,619.99</u>
Gross Profit	2,219,879.68

**Operating Expense**

Advertising	78,780.08
Amortization	3,666.63
Bad Debt Expense	1,257.08
Bank Charges	3,894.30
Computer Support	23,626.09
Depreciation	54,500.00
Dues & Subscriptions	5,080.01
Employee Welfare	4,155.04
Equipment Rental	6,127.45
Gasoline	29,309.17
Insurance	54,929.03
Interest	18,087.49
Licenses & Permits	2,014.45
Master Card Fees	123,548.72
Miscellaneous	379.32
Officer Wages	0.00
Payroll Costs	1,114,409.90
Employee Insurance	80,980.60
Simple IRA	12,136.83
Postage	1,400.29
Professional Fees	2,564.11
Propane	5,908.75
Rent	168,600.00
Repairs	47,049.23
Supplies	39,846.22
Taxes	131,003.26
Telephone	20,617.63
Meals	3,981.42
Travel	5,817.69
Utilities	<u>53,139.45</u>
Total Operating Expense	2,096,810.24

Other Income 21,840.40

**Net Profit/Loss** 144,909.84

**D&L FEEDS, INC.**  
**BALANCE SHEET**  
As of December 31, 2015

**ASSETS**

**Current Assets**

Cash in Bank	\$152,025.23
Cash on Hand	3,030.00
Accounts Receivable	3,243.09
Inventory	<u>615,196.27</u>
Total Current Assets	773,494.59

**Fixed Assets**

Buildings	31,864.51
Equipment	305,851.90
Furniture & Fixtures	126,220.55
Leashold Improvement	108,914.86
Vehicles	107,783.52
Less Deprec	<u>-606,474.95</u>
Total Fixed Assets	74,160.39

**Other Assets**

Goodwill	60,000.00
Less Amortization	<u>-47,376.87</u>
Total Other Assets	<u>12,623.13</u>

**TOTAL ASSETS** 860,278.11

**LIABILITIES & EQUITY**

**Current Liabilities**

Accounts Payable	143,575.95
Customer Deposits	1,532.26
Due to D&L Farm and Home	204,801.23
Accrued Payroll Taxes	7,950.00
Sales Tax Payable	<u>17,263.30</u>
Total Current Liabilities	374,922.74

**Long-Term Liabilities**

Notes Payable-Northstar	133,361.99
Notes Payable - Equipment	<u>37,861.63</u>
Total Long Term Liabilities	<u>171,223.62</u>

Total Liabilities 546,146.36

**Equity**

Capital Stock	1,000.00
Opening Balance of Equity	181,251.63
Current Year Profit	<u>131,880.12</u>
Total Equity	314,131.75

**TOTAL LIABILITIES & EQUITY** 860,278.11

**D&L FEEDS, INC.**  
**STATEMENT OF PROFIT & LOSS**  
For the Year Ended December 31, 2015

**Operating Income**

Sales	\$8,496,759.37
Cost of Sales	<u>6,302,332.45</u>
Gross Profit	2,194,426.92

**Operating Expense**

Advertising	83,312.21
Amortization	3,999.96
Bank Charges	3,141.97
Computer Support	15,917.04
Depreciation	24,854.00
Dues & Subscriptions	6,531.94
Employee Welfare	3,034.17
Equipment Rental	6,757.89
Gasoline	47,886.50
Insurance	149,622.98
Interest	12,097.04
Licenses & Permits	3,708.86
Master Card Fees	117,324.20
Miscellaneous	-639.30
Payroll Costs	1,111,214.89
Postage	1,577.00
Professional Fees	13,787.00
Propane	6,713.99
Rent	162,600.00
Repairs	63,832.32
Returned Checks	444.85
Supplies	36,776.69
Taxes	128,606.14
Telephone	16,582.40
Travel & Entertainment	12,761.20
Utilities	<u>53,201.50</u>
Total Operating Expense	2,085,647.44
Interest Income	16.43
Other Income	<u>23,084.21</u>
Net Profit/Loss	<u>131,880.12</u>

**D&L FEEDS, INC.**  
**BALANCE SHEET**  
As of December 31, 2014

**ASSETS**

**Current Assets**

Cash in Bank	\$127,500.42
Cash on Hand	4,084.60
Accounts Receivable	4,450.12
Inventory	<u>633,809.33</u>
Total Current Assets	769,844.47

**Fixed Assets**

Buildings	31,864.51
Equipment	300,760.80
Furniture & Fixtures	119,072.71
Leashold Improvement	108,914.86
Vehicles	107,783.52
Less Deprec	<u>-603,407.95</u>
Total Fixed Assets	64,988.45

**Other Assets**

Goodwill	60,000.00
Less Amortization	<u>-43,376.91</u>
Total Other Assets	<u>16,623.09</u>

**TOTAL ASSETS** 851,456.01

**LIABILITIES & EQUITY**

**Current Liabilities**

Accounts Payable	129,264.79
Accrued Bonuses	0.00
Deposits	2,779.65
Due to D&L Farm and Home	297,910.80
Accrued Payroll Taxes	8,233.75
Sales Tax Payable	<u>14,694.69</u>
Total Current Liabilities	452,883.68

**Long-Term Liabilities**

Notes Payable-Northstar	165,342.94
Notes Payable - Equipment	<u>59,287.26</u>
Total Long Term Liabilities	<u>224,630.20</u>

Total Liabilities 677,513.88

**Equity**

Capital Stock	1,000.00
Opening Balance of Equity	210,193.89
Current Year Profit	<u>-37,251.76</u>
Total Equity	173,942.13

**TOTAL LIABILITIES & EQUITY** 851,456.01

**D&L FEEDS, INC.**  
**STATEMENT OF PROFIT & LOSS**  
For the Year Ended December 31, 2014

**Operating Income**

Sales	\$7,717,136.44
Cost of Sales	<u>5,764,378.02</u>
Gross Profit	1,952,758.42

**Operating Expense**

Advertising	84,355.89
Amortization	3,999.96
Bank Charges	3,089.26
Computer Support	15,790.90
Depreciation	57,511.00
Dues & Subscriptions	2,707.26
Employee Welfare	431.99
Equipment Rental	5,657.57
Gasoline	56,825.87
Insurance	158,033.92
Interest	12,778.84
Licenses & Permits	3,318.18
Master Card Fees	103,408.11
Miscellaneous	16.75
Payroll Costs	1,051,562.41
Postage	1,156.82
Professional Fees	11,700.38
Propane	10,881.81
Rent	153,498.00
Repairs	39,149.77
Returned Checks	-513.10
Supplies	36,144.64
Taxes	118,603.34
Telephone	17,155.46
Travel & Entertainment	6,299.65
Utilities	<u>48,854.05</u>
Total Operating Expense	2,002,418.73

Other Income 12,408.55

Net Profit/Loss -37,251.76

12:55 PM  
06/29/17  
Accrual Basis

MacElroy Land Management, LLC  
**Balance Sheet**  
As of December 31, 2016

	<u>Dec 31, 16</u>
<b>ASSETS</b>	
Current Assets	
Checking/Savings	
Cash in Bank - Northstar	-1,769.01
<b>Total Checking/Savings</b>	<u>-1,769.01</u>
<b>Total Current Assets</b>	-1,769.01
Fixed Assets	
Land and Buildings	2,094,927.87
Accumulated Depreciation	<u>-281,787.00</u>
<b>Total Fixed Assets</b>	<u>1,813,140.87</u>
<b>TOTAL ASSETS</b>	<u><u>1,811,371.86</u></u>
<b>LIABILITIES &amp; EQUITY</b>	
Liabilities	
Long Term Liabilities	
Note Payable-Warehouse (537185)	375,350.25
Note Payable - McKinney Warehou	195,212.48
Note Payable - McKinney(528873)	287,640.90
Note Payable - Ceilna 88411	113,914.68
Note Payable-Gainesville 503874	<u>335,973.05</u>
<b>Total Long Term Liabilities</b>	<u>1,308,091.36</u>
<b>Total Liabilities</b>	1,308,091.36
Equity	
Member Equity	417,605.95
Opening Balance Equity	39,155.01
Retained Earnings	-6,241.49
Net Income	<u>52,761.03</u>
<b>Total Equity</b>	<u>503,280.50</u>
<b>TOTAL LIABILITIES &amp; EQUITY</b>	<u><u>1,811,371.86</u></u>

1:02 PM

06/29/17

Accrual Basis

**MacElroy Land Management, LLC**

**Profit & Loss**

January through December 2016

	<u>Jan - Dec 16</u>
<b>Ordinary Income/Expense</b>	
<b>Income</b>	
Rental Income	151,900.00
<b>Total Income</b>	<u>151,900.00</u>
<b>Expense</b>	
Printing	172.59
Licenses & Fees	810.00
Interest Expense	72,218.25
Professional Fees	6,000.00
Taxes - Property	19,938.13
<b>Total Expense</b>	<u>99,138.97</u>
<b>Net Ordinary Income</b>	<u>52,761.03</u>
<b>Net Income</b>	<u><u>52,761.03</u></u>



12:55 PM  
06/29/17  
Accrual Basis

MacElroy Land Management, LLC  
Balance Sheet  
As of December 31, 2015

	<u>Dec 31, 15</u>
<b>ASSETS</b>	
Current Assets	
Checking/Savings	351.39
Cash In Bank - Construction Acc	1,532.89
Cash in Bank - Northstar	
Total Checking/Savings	<u>1,884.28</u>
Total Current Assets	1,884.28
Fixed Assets	
Land and Buildings	1,978,173.27
Accumulated Depreciation	<u>-281,787.00</u>
Total Fixed Assets	<u>1,696,386.27</u>
<b>TOTAL ASSETS</b>	<b><u>1,698,270.55</u></b>
<b>LIABILITIES &amp; EQUITY</b>	
Liabilities	
Long Term Liabilities	
Note Payable-Warehouse (537185)	398,300.00
Note Payable - McKinney Warehouse	120,000.00
Note Payable - McKinney(528673)	303,942.50
Note Payable - Celina 88411	136,363.65
Note Payable-Gainesville 503874	353,518.60
Total Long Term Liabilities	<u>1,312,114.75</u>
Total Liabilities	1,312,114.75
Equity	
Member Equity	392,397.29
Retained Earnings	22,595.68
Net Income	<u>-28,837.17</u>
Total Equity	<u>386,155.80</u>
<b>TOTAL LIABILITIES &amp; EQUITY</b>	<b><u>1,698,270.55</u></b>

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06/29/17  
Accrual Basis

**MacElroy Land Management, LLC**  
**Profit & Loss**  
January through December 2015

	<u>Jan - Dec 15</u>
<b>Ordinary Income/Expense</b>	
<b>Income</b>	
<b>Rental Income</b>	108,700.00
<b>Total Income</b>	<u>108,700.00</u>
<b>Expense</b>	
<b>Licenses &amp; Fees</b>	330.00
<b>Bank Service Charges</b>	55.80
<b>Depreciation Expense</b>	76,713.00
<b>Dues and Subscriptions</b>	288.00
<b>Interest Expense</b>	55,423.03
<b>Professional Fees</b>	5,000.00
<b>Taxes - Property</b>	-272.66
<b>Total Expense</b>	<u>137,537.17</u>
<b>Net Ordinary Income</b>	<u>-28,837.17</u>
<b>Net Income</b>	<u><u>-28,837.17</u></u>

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06/29/17

Accrual Basis

MacElroy Land Management, LLC  
**Balance Sheet**  
As of December 31, 2014

	<u>Dec 31, 14</u>
<b>ASSETS</b>	
Current Assets	
Checking/Savings	947.64
Cash in Bank - Northstar	947.64
<b>Total Checking/Savings</b>	<u>947.64</u>
<b>Total Current Assets</b>	
Fixed Assets	
Land and Buildings	1,351,688.26
Accumulated Depreciation	<u>-205,074.00</u>
<b>Total Fixed Assets</b>	<u>1,146,614.26</u>
<b>TOTAL ASSETS</b>	<u><u>1,147,561.90</u></u>
<b>LIABILITIES &amp; EQUITY</b>	
Liabilities	
Long Term Liabilities	
Note Payable - McKinney(528873)	318,552.18
Note Payable - Celina 88411	156,673.48
Note Payable-Gainesville 503874	<u>368,605.28</u>
<b>Total Long Term Liabilities</b>	<u>844,830.94</u>
<b>Total Liabilities</b>	844,830.94
Equity	
Member Equity	280,135.28
Net Income	<u>22,595.68</u>
<b>Total Equity</b>	<u>302,730.96</u>
<b>TOTAL LIABILITIES &amp; EQUITY</b>	<u><u>1,147,561.90</u></u>

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06/29/17  
Accrual Basis

**MacElroy Land Management, LLC**  
**Profit & Loss**  
January through December 2014

	<u>Jan - Dec 14</u>
<b>Ordinary Income/Expense</b>	
<b>Income</b>	
Rental Income	90,150.00
<b>Total Income</b>	<u>90,150.00</u>
<b>Expense</b>	
Bank Service Charges	7.00
Depreciation Expense	26,016.00
Interest Expense	40,571.32
Professional Fees	2,000.00
Taxes - Property	-1,040.00
<b>Total Expense</b>	<u>67,554.32</u>
<b>Net Ordinary Income</b>	<u>22,595.68</u>
<b>Net Income</b>	<u><u>22,595.68</u></u>



The State of Texas

Secretary of State

CERTIFICATE OF INCORPORATION

OF

D&L FEEDS, INC.  
CHARTER NUMBER 01489204

THE UNDERSIGNED, AS SECRETARY OF STATE OF THE STATE OF TEXAS, HEREBY CERTIFIES THAT THE ATTACHED ARTICLES OF INCORPORATION FOR THE ABOVE NAMED CORPORATION HAVE BEEN RECEIVED IN THIS OFFICE AND ARE FOUND TO CONFORM TO LAW.

ACCORDINGLY, THE UNDERSIGNED, AS SECRETARY OF STATE, AND BY VIRTUE OF THE AUTHORITY VESTED IN THE SECRETARY BY LAW, HEREBY ISSUES THIS CERTIFICATE OF INCORPORATION.

ISSUANCE OF THIS CERTIFICATE OF INCORPORATION DOES NOT AUTHORIZE THE USE OF A CORPORATE NAME IN THIS STATE IN VIOLATION OF THE RIGHTS OF ANOTHER UNDER THE FEDERAL TRADEMARK ACT OF 1946, THE TEXAS TRADEMARK LAW, THE ASSUMED BUSINESS OR PROFESSIONAL NAME ACT OR THE COMMON LAW.

DATED APR. 24, 1998

EFFECTIVE APR. 24, 1998

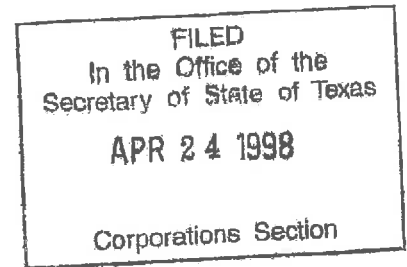


A handwritten signature in cursive script, reading "Alberto R. Gonzales", written over a horizontal line.

Alberto R. Gonzales, Secretary of State



**ARTICLES OF INCORPORATION  
OF  
D&L FEEDS, INC.**



**ARTICLE I**

The name of the corporation is D&L Feeds, Inc.

**ARTICLE II**

The purpose for which the corporation is organized is to engage in the transaction of any or all lawful business for which a corporation may be incorporated under the Texas Business Corporation Act.

**ARTICLE III**

The street address of the corporation's initial registered office in the State of Texas is 178 Foutch Road, Pilot Point, Texas 76258 and the name of its initial registered agent at such address is Lezlie A. MacElroy.

**ARTICLE IV**

The total number of shares of which the corporation shall have the authority to issue are 1,000,000, and the par value of each share shall be one cent (\$.01) par value.

**ARTICLE V**

The duration of the corporation shall be perpetual.

**ARTICLE VI**

The number of directors constituting the initial Board of Directors of the corporation is two, and the names and addresses of the persons who are to serve as directors until the first annual meeting of shareholders, or until their successors are elected and qualified, are as follows:

Lezlie A. MacElroy

178 Foutch Road  
Pilot Point, Texas 76258

Dean D. MacElroy

178 Foutch Road  
Pilot Point, Texas 76258

#### **ARTICLE VII**

The preemptive right of any shareholder of the corporation to acquire additional, unissued or treasury shares of the corporation, or securities of the corporation convertible into or carrying a right to subscribe to or acquire shares of the corporation, is hereby denied.

#### **ARTICLE VIII**

Cumulative voting by the shareholders of the corporation at any election for directors of the corporation is hereby prohibited. Every shareholder entitled to vote at each such election shall have the right to vote, in person or by proxy, the number of shares owned by him for as many persons as there are directors to be elected and for whose election he has a right to vote.

#### **ARTICLE IX**

The corporation shall indemnify any and all persons who may serve or who may have served at any time as directors or officers of the corporation or who, at the request of the Board of directors of the corporation, may serve or at any time have served as directors and officers of another corporation in which the corporation at such time owned or may own shares of stock or of which it was or may be a creditor, and their respective heirs, administrators, successors and assigns, against any and all expenses, including amounts paid upon judgments, counsel fees and amounts paid in settlement (before or after suit is commenced), actually and necessarily incurred by such persons in connection with the defense or settlement of any claim, action, suit or proceeding, in which they, or any of them, are made parties, or a party, or which may be asserted against them or any of them, by reason of being or having been directors or officers or a director or officer of the corporation, or of such other corporation, except in relation to matters as to which any such director or officer or former director or officer or person



shall be adjudged in any action, suit or proceeding to be guilty of gross negligence or willful misconduct in the performance of duty. Such indemnification shall be in addition to any other rights to which those indemnified may be entitled under any law, By-Law, agreement, vote of shareholders or otherwise.

#### ARTICLE X

Except to the extent such power may be modified or divested by action of shareholders representing a majority of the issued and outstanding shares of the capital stock of the corporation, the power to alter, amend or repeal the By-Laws of the corporation shall be vested in the Board of Directors.

#### ARTICLE XI

The corporation shall not commence business until it has received for the issuance of its shares consideration of the value of at least one thousand dollars (\$1,000.00), consisting of money, labor done or property actually received.


#### ARTICLE XII

The name and address of the Incorporator is as follows:

Lezlie A. MacElroy

178 Foutch Road  
Pilot Point, Texas 76258

IN WITNESS THEREOF, the Incorporator has executed these Articles of Incorporation on this, the 22nd day of April, 1998

  
\_\_\_\_\_  
Lezlie A. MacElroy, Incorporator





### Franchise Tax Account Status

As of : 06/29/2017 13:04:13

**This Page is Not Sufficient for Filings with the Secretary of State**

<b>MACELROY LAND MANAGEMENT, LLC</b>	
<b>Texas Taxpayer Number</b>	32041396188
<b>Mailing Address</b>	105 APACHE CV LAKE KIOWA, TX 76240-9445
<b>Right to Transact Business in Texas</b>	ACTIVE
<b>State of Formation</b>	TX
<b>Effective SOS Registration Date</b>	03/10/2010
<b>Texas SOS File Number</b>	0801241277
<b>Registered Agent Name</b>	LEZLIE MACELROY
<b>Registered Office Street Address</b>	105 APACHE COVE LAKE KIOWA, TX 76240



## Public Information Report

Public Information Report  
MACELROY LAND MANAGEMENT, LLC  
Report Year :2016

Information on this site is obtained from the most recent Public Information Report (PIR) processed by the Secretary of State (SOS). PIRs filed with annual franchise tax reports are forwarded to the SOS. After processing, the SOS sends the Comptroller an electronic copy of the information, which is displayed on this web site. The information will be updated as changes are received from the SOS.

You may order a copy of a Public Information Report from [open.records@cpa.texas.gov](mailto:open.records@cpa.texas.gov) or Comptroller of Public Accounts, Open Records Section, PO Box 13528, Austin, Texas 78711.

Title	Name and Address
DIRECTOR	DEAN MACELROY PO BOX 271 AUBREY, TX 76227
MEMBER	DEAN MACELROY PO BOX 271 AUBREY, TX 76227