FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* PENNINGTON BROOKS III	CCO [CENT] th/Day/Year) d(Month/Day/Year) 4. Securities Acquirer (A) or Disposed of (D (Instr. 3, 4 and 5)) Amount (D) Pri 7,500 A \$ 21. 1,000 D \$ 51.	Owned Following Reported Transaction(s) (Instr. 3 and 4) Owned Form: Direct or Indi (I) (Instr. 247,050 D 246,050	red 7. Nature ership t: Downership direct (Instr. 4)
1280 ATLANTA HIGHWAY	d(Month/Day/Year) 4. Securities Acquired (A) or Disposed of (E (Instr. 3, 4 and 5) Amount (D) Pri 7,500 A \$ 21. 1,000 D \$ 51.	Pres. & CEO - Pennington See 6. Individual or Joint/Group Filing(Check Applical X_ Form filed by One Reporting Person Form filed by More than One Reporting Person Acquired, Disposed of, or Beneficially Owned 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) ice (Instr. 3 and 4) 247,050 D 246,050	red able Line) 7. Nature of Indirect Beneficial tt (D) Ownership direct (Instr. 4)
MADISON, GA 30650 (City) (State) Table I - Non-D 1.Title of Security (Instr. 3) 2. Transaction Date (Month/Day/Year) 2. Transaction Execution Date, if any (Month/Day/Year) 3. Transaction Code (Instr. 8) Code V Common Stock 08/16/2005 M(1) Common Stock 08/16/2005 S	4. Securities Acquired (A) or Disposed of (D (Instr. 3, 4 and 5) Amount (D) Pri 7,500 A \$ 21. 1,000 D \$ 51.	X_ Form filed by One Reporting Person Form filed by More than One Reporting Person Acquired, Disposed of, or Beneficially Owned S. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) Direct or Indicate	7. Nature of Indirect Beneficial Ownership direct (Instr. 4)
City City City City City Table I - Non-D	4. Securities Acquires (A) or Disposed of (E) (Instr. 3, 4 and 5) Amount (D) Pri 7,500 A \$21. 1,000 D \$51.	d 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) Green	ership of Indirect Beneficial Ownership direct (Instr. 4)
Code Code	(A) or Disposed of (D (Instr. 3, 4 and 5)) Amount (A) or (D) Pri 7,500 A \$ 21. 1,000 D \$ 51.	Owned Following Reported Transaction(s) (Instr. 3 and 4) Owned Form: Direct or Indi (I) (Instr. 247,050 D 246,050	ership of Indirect Beneficial Ownership direct (Instr. 4)
Common Stock 08/16/2005 M(1) Common Stock 08/16/2005 S(2) Common Stock 08/16/2005 S	7,500 A \$ 21. 1,000 D \$ 51.	.74 247,050 D	4)
Common Stock 08/16/2005 S	1,000 D \$ 51.	246.050 D	
Common Stock 08/16/2005 S	1,000 D \$		
Common Stock 08/16/2005 S	51.	.35 245,050 D	
Common Stock 08/16/2005 S	1,000 D \$ 51.	.25 244,050 D	
Common Stock 08/16/2005 S Common Stock 08/16/2005 S Common Stock 08/16/2005 S Common Stock 08/16/2005 S	2,100 D \$ 51.	.2 241,950 D	
Common Stock 08/16/2005 S Common Stock 08/16/2005 S Common Stock	597 D \$ 51.	.12 241,353 D	
Common Stock 08/16/2005 S Common Stock	53 D \$ 51.		
Common Stock	750 D \$5	51 240,550 D	
	1,000 D \$ 50.	9 239,550 D	
Common Stock		49,040 I	By L.P.
		6,938 I	By Spouse (4)
Common Stock		7,604 I	By LLC (5)
Table II - Derivative Securities Acquired, Di	sons who respond to his form are not requ irrently valid OMB co isposed of, or Beneficia	uired to respond unless the form displays ontrol number. ally Owned	SEC 1474 (9-02)
Derivative Conversion Date Execution Date, if Transaction of Expiration	Exercisable and 7 on Date 0 Day/Year) S	7. Title and Amount of Underlying Securities Instr. 3 and 4) 8. Price of Derivative Securities Security (Instr. 5) 8. Price of Derivative Securities Beneficially Owned Following Reported Transaction(s) 8. Price of Derivative Securities Beneficially Owned Following Reported Transaction(s) (I)	ownership orm of Derivative ecurity: Direct (D) r Indirect

Employee													
Stock						00/40/5005	00/40/5006	Common				-	
Option	\$ 21.74	08/16/2005	M		7,500	08/10/2005	08/10/2006	Stock	7,500	\$ 0	7,500	D	
(right to													
buy)													

Reporting Owners

	Relationships							
Reporting Owner Name / Address	Director	Director Owner Officer		Other				
PENNINGTON BROOKS III 1280 ATLANTA HIGHWAY			Pres. & CEO - Pennington Seed					
MADISON, GA 30650			S					

Signatures

/s/ Brooks M. Pennington III	08/17/2005
**Signature of Reporting Person	Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Options exercised through sales plan pursuant to Rule 10b5-1(c)(1) of the Securities Exchange Act of 1934, as amended.
- (2) Sale (and all sales reported in this table) effected under sales plan pursuant to Rule 10b5-1(c)(1) of the Securities Exchange Act of 1934, as amended.
- By BPCB Partners L.P. The general managing partner of BPCB Partners L.P. is BPCB Management Company LLC ("BPCBLLC"), and Mr. Pennington is the sole member of BPCBLLC. Mr. Pennington disclaims beneficial ownership of the reported securities except to the extent of his pecuniary interest therein.
- (4) Mr. Pennington disclaims beneficial ownership of 6,938 shares of the Issuer's common stock owned by his spouse.
- (5) By Pennington Management Company II, LLC, in which Mr. Pennington has an ownership interest. Mr. Pennington is the President of Pennington Management Company II, LLC. Mr. Pennington disclaims beneficial ownership of the reported securities except to the extent of his pecuniary interest therein.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.