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FILED
Apr 02 1997 8:00am
Secretary of State

PROFIT CORPORATION ANNUAL REPORT 1997		FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # 840145 (7)
 1. Corporation Name
TERRA SOUTHERN CORPORATION



Principal Place of Business 600 FOURTH ST BOX 6000 SIOUX CITY IA 51102-6000 US	Mailing Address 600 FOURTH ST SIOUX CITY IA 51101-1744 US
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21 2. Principal Place of Business	26 2a. Mailing Address
Suite, Apt. #, etc.	Suite, Apt. #, etc.
22	27
City & State	City & State
23	28
Zip Country	Zip Country
24 25	29 30

3. Date Incorporated or Qualified 03/06/1978	3a. Date of Last Report 05/01/1996
4. FEI Number 36-2537046	Applied For Not Applicable
5. Certificate of Status Desired <input type="checkbox"/>	\$8.75 Additional Fee Required
6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/>	\$5.00 May Be Added to Fees
8. This corporation has liability for intangible tax under s. 199.032, Florida Statutes <input type="checkbox"/> Yes <input type="checkbox"/> No	

9. Name and Address of Current Registered Agent

**UNITED STATES CORPORATION COMPANY
 1201 HAYES STREET
 STE. 105
 TALLAHASSEE FL 32301**

10. Name and Address of New Registered Agent

81 Name
82 Street Address (P.O. Box Number is Not Acceptable)
83
84 City
85 Zip Code

11. Pursuant to the provisions of Sections 607.0502 and 607.1508, Florida Statutes, the above-named corporation submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by the corporation's board of directors. I hereby accept the appointment as registered agent. I am familiar with, and accept the obligations of, Section 607.0505, Florida Statutes.

SIGNATURE _____ (NOTE: Registered Agent signature required when reinstating) DATE _____

12. OFFICERS AND DIRECTORS

TITLE	PC	<input type="checkbox"/> DELETE
NAME	JOYCE, BURTON M. Bennett, Michael L.	
STREET ADDRESS	600 FOURTH STREET	
CITY-ST-ZIP	SIOUX CITY, IOWA 00000	
TITLE	V	<input type="checkbox"/> DELETE
NAME	THOMPSON, ROBERT E	
STREET ADDRESS	600 4TH ST.	
CITY-ST-ZIP	SIOUX CITY IA	
TITLE	VP	<input type="checkbox"/> DELETE
NAME	W. MARK ROSENBURY	
STREET ADDRESS	600 FOURTH STREET	
CITY-ST-ZIP	SIOUX CITY, IOWA 00000 51102	
TITLE	V	<input type="checkbox"/> DELETE
NAME	MEYER, FRANCIS G.	
STREET ADDRESS	600 FOURTH STREET	
CITY-ST-ZIP	SIOUX CITY IA	
TITLE	S	<input type="checkbox"/> DELETE
NAME	RICE, JANE A.	
STREET ADDRESS	600 FOURTH STREET	
CITY-ST-ZIP	SIOUX CITY, IOWA 00000	
TITLE	V	<input type="checkbox"/> DELETE
NAME	BENNETT, MICHAEL L.	
STREET ADDRESS	600 4TH ST.	
CITY-ST-ZIP	SIOUX IOWA, 51101	

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

1.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
1.2 NAME	
1.3 STREET ADDRESS	
1.4 CITY-ST-ZIP	
2.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
2.2 NAME	
2.3 STREET ADDRESS	
2.4 CITY-ST-ZIP	
3.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
3.2 NAME	
3.3 STREET ADDRESS	
3.4 CITY-ST-ZIP	
4.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
4.2 NAME	
4.3 STREET ADDRESS	
4.4 CITY-ST-ZIP	
5.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
5.2 NAME	
5.3 STREET ADDRESS	
5.4 CITY-ST-ZIP	
6.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
6.2 NAME	
6.3 STREET ADDRESS	
6.4 CITY-ST-ZIP	

14. I do hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3)(i), Florida Statutes. I further certify that the information indicated on this annual report or supplemental annual report is true and accurate and that my signature shall have the same legal effect as if made under oath; that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 607, Florida Statutes; and that my name appears in Block 12 or Block 13 if changed, or on an attachment with an address.

SIGNATURE: X *[Signature]* **3-20-97 712-277-1340**

CR2E034 (9/96)