

F02000005771

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

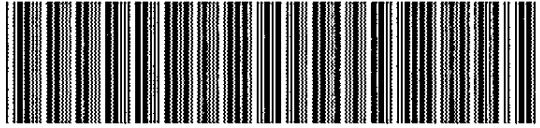
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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TALLAHASSEE, FLORIDA

BK

ACCOUNT FILING COUPON

ACCOUNT NUMBER: FCA000000005

REFERENCE: 2037423
(Sub Account)

DATE: 11/18/02

REQUESTOR NAME: Lexis Document Services

ADDRESS: _____

TELEPHONE: (____) (____) ext (____)

CONTACT NAME: _____

CORPORATION NAME: Growthmark, Inc.

DOCUMENT NUMBER: _____
(if applicable)

AUTHORIZATION: Cynthia J. Woodward

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TALLAHASSEE, FLORIDA

78.75

- CERTIFIED COPY (1-9)
- CERTIFICATE OF STATUS (1-9)
- PLAIN STAMPED COPY

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- After 4:30
- Pick Up



FLORIDA DEPARTMENT OF STATE
Jim Smith
Secretary of State

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA
FILED

November 19, 2002

LEXIS

TALLAHASSEE, FL

SUBJECT: GROWMARK, INC.
Ref. Number: W02000032972

We have received your document for GROWMARK, INC. and the authorization to debit your account in the amount of \$78.75. However, the document has not been filed and is being returned for the following:

The "Exhibit A" mentioned on the second page wasn't attached. Please resubmit with a list of the officers and directors.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6914.

Buck Kohr
Corporate Specialist

Letter Number: 102A00062535

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

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1. GROWMARK, INC.

(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. Delaware (State or country under the law of which it is incorporated)

3. 37-0815318 (FEI number, if applicable)

4. July 9, 1962 (Date of incorporation)

5. Perpetual (Duration: Year corp. will cease to exist or "perpetual")

6. Upon Approval (Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 1701 Towanda Avenue Bloomington, IL 61701 (Current mailing address)

To engage in any lawful act or activity for which corporations may be organized, including but not limited to the sale and manufacture of

8. seed and fertilizer. (Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)

Name: LexisNexis Document Solutions Inc.

Office Address: 3953 W. Kelley Road

Tallahassee, Florida, 32311 (Zip code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

LexisNexis Document Solutions C. Woodward, agent, LINDS (Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

A. DIRECTORS (Street address only - P.O. Box NOT acceptable)

Chairman: See Exhibit A

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS (Street address only - P.O. Box NOT acceptable)

President: See Exhibit A

Address: _____

Vice President: _____

Address: _____

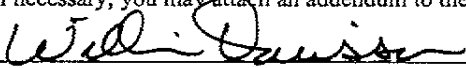
Secretary: _____

Address: _____

Treasurer: _____

Address: _____

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. 
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. William Davisson, President
(Typed or printed name and capacity of person signing application)

Exhibit A

OFFICERS

William Davisson	Chief Executive Officer	1701 Towanda Avenue Bloomington, IL 61701
Davis Anderson	Vice President, Grain	1701 Towanda Avenue Bloomington, IL 61701
Steve Barwick	Vice President, Corporate Marketing and Operations	1701 Towanda Avenue Bloomington, IL 61701
Steve Carr	Vice President and General Counsel	1701 Towanda Avenue Bloomington, IL 61701
Dennis Farmer	Vice President, Member Services	1701 Towanda Avenue Bloomington, IL 61701
Vern McGinnis	Vice President, Strategic Planning and Corporate Services	1701 Towanda Avenue Bloomington, IL 61701
Jeff Solberg	Vice President, Finance	1701 Towanda Avenue Bloomington, IL 61701

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DIRECTORS

Dan Kelly	Chairman of the Board and President	1701 Towanda Avenue Bloomington, IL 61701
John Reifsteck	Vice Chairman	1701 Towanda Avenue Bloomington, IL 61701
Dick Walters	Vice Chairman	1701 Towanda Avenue Bloomington, IL 61701
Rick Nelson	Secretary	1701 Towanda Avenue Bloomington, IL 61701
Keith Bailey		1701 Towanda Avenue Bloomington, IL 61701
Larry Dynes		1701 Towanda Avenue Bloomington, IL 61701

Scott Durbin

1701 Towanda Avenue
Bloomington, IL 61701

Chet Esther, Jr.

1701 Towanda Avenue
Bloomington, IL 61701

Larry Gonseth

1701 Towanda Avenue
Bloomington, IL 61701

Bill Hanson

1701 Towanda Avenue
Bloomington, IL 61701

Mike Hennenfent

1701 Towanda Avenue
Bloomington, IL 61701

Craig Hill

1701 Towanda Avenue
Bloomington, IL 61701

Jim Holte

1701 Towanda Avenue
Bloomington, IL 61701

John Keunen

1701 Towanda Avenue
Bloomington, IL 61701

Gary Leber

1701 Towanda Avenue
Bloomington, IL 61701

Len Morrison

1701 Towanda Avenue
Bloomington, IL 61701

Randy Newcomb

1701 Towanda Avenue
Bloomington, IL 61701

Bob Phelps

1701 Towanda Avenue
Bloomington, IL 61701

William Raben

1701 Towanda Avenue
Bloomington, IL 61701

Steve Riskedal

1701 Towanda Avenue
Bloomington, IL 61701

John Rosenbohm

1701 Towanda Avenue
Bloomington, IL 61701

Bill Sahs

1701 Towanda Avenue
Bloomington, IL 61701

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Ray Steffens

1701 Towanda Avenue
Bloomington, IL 61701

David Watt

1701 Towanda Avenue
Bloomington, IL 61701

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FLORIDA
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The First State

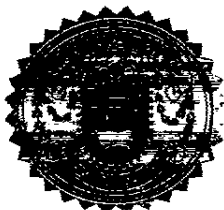
I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "GROWMARK, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE FIFTEENTH DAY OF NOVEMBER, A.D. 2002.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "GROWMARK, INC." WAS INCORPORATED ON THE NINTH DAY OF JULY, A.D.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

FILED
NOV 15 2002
SECRETARY OF STATE
DELAWARE



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020706441

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State
AUTHENTICATION: 2093267

DATE: 11-15-02