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FOREIGN PROFIT QUALIFICATION

KEYTRADE AG CORP.

Certificate of Status	0
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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. KEYTRADE AG CORP.

(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION," "Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. SWITZERLAND

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

3.

(FEI number, if applicable)

4. JUNE 5, 1997

(Date of incorporation)

5. PERPETUAL

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

6. UPON QUALIFICATION

(Date first transacted business in Florida, if prior to registration) (SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. ZURCHERSTRASSE 68, 8800 THALWIL/SWITZERLAND

(Principal office address)

ZURCHERSTRASSE 68, 8800 THALWIL/SWITZERLAND

(Current mailing address)

8. To engage in the business of fertilizer sales and to perform any and all activities incidental thereto.

(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 NOT acceptable)

Name: Incorporating Services, Ltd.

Office Address: 2855 Apalachee Parkway, Bldg. A, Suite 16

Tallahassee, Florida 32301

(City)

(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.

Kimberly L. Sharpe (Registered agent's signature)

Kimberly L. Sharpe, Asst. Secy.

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.

12. Names and business addresses of officers and/or directors:

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A. DIRECTORS

Chairman: Melih Keyman
 Address: In der Bethalden 5
8803 Rüschlikon / Switzerland

Vice Chairman: Hannes Goetz
 Address: Seestrasse 5
8803 Rüschlikon / Switzerland

Director: Andreas Vaterlaus
 Address: Seestrasse 18
8803 Rüschlikon / Switzerland

Director: Peter B. Arnold
 Address: Gotthardstrasse 3
6900 Zug / Switzerland

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B. OFFICERS

President: Melih Keyman
 Address: In der Bethalden 5
8803 Rüschlikon / Switzerland

Vice President: Andreas Vaterlaus
 Address: Seestrasse 18
8803 Rüschlikon / Switzerland

Secretary: Werner A. Meier
 Address: Ränkestr. 25, 8700 Küsnacht / Switzerland

Treasurer: Werner A. Meier
 Address: Ränkestrasse 25, 8700 Küsnacht / Switzerland

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

13. [Signature]
 (Signature of Director or Officer listed in number 12 of the application)

14. Werner A. Meier, Secretary
 (Typed or printed name and capacity of person signing application)

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Kantonales Steueramt Zürich
Division Konsum (vormals EA 2)



Stampfenbachstrasse 110 8090 Zürich

Telefon (Direktwahl): 043 259 36 20

wenn keine Antwort: 043 259 36 21

Büro: ST409 Unser Zeichen: Ca/Da

Keytrade AG
Zürcherstrasse 68
8800 Thalwil

Reg.Nr.: J93603
Steuergemeinde: Thalwil

Zürich, 4. November 2005

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TALLAHASSEE, FLORIDA

CONFIRMATION OF GOOD STANDING

We hereby confirm that the company Keytrade AG, having its registered domicile at Zürcherstrasse 68, 8800 Thalwil/Switzerland, is in good standing, duly registered in the commercial registry under reference CH-130.0.008.867-2, maintains an office at the above address and is not dissolved.

The company is registered for Federal Taxes under reference J93603, and this company is subject to Cantonal/Communal and Federal Taxes.

KANTONALES STEUERAMT ZÜRICH
Teamleiter

H.P. Casty

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