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J. DANFORTH BROWNE (1921-2001)

CHARLES F. CLARK (1918 - 1998)

July 22, 2002

Florida Department of State Division of Corporations Amendment Section P.O. Box 6327 Tallahassee, FL 32314.

Re: Articles of Amendment

Dear Sir or Madam:

Being transmitted herewith are the Articles of Amendment Articles of Incorporation of Marman USA, Inc., which effectuate a corporate name change. We would ask that you please re said Articles.

Also enclosed please find our firm check in the amount of \$52.50, which represents \$35.00 for your filing fee, and 1250 for two certified copies. Also enclosed please find a selfaddressed, stamped envelope for your convenience in returning the certified copy to us.

If you have any questions regarding the enclosed, please 30 gla John 3302 gamma 30 gla g call the undersigned (collect) at (813) 226-1852. Thank you for your assistance.

Very truly yours,

JTB

Enclosures

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

Marman USA,	Inc.
	(present name)
F 3094	1 6
(Document	Number of Corporation (If known)
(Document	, Italia of ox oxperiment

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

Article I is amended to change the name of the corporation to:

Marman (Nufarm) Inc.

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SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD:	The date of each amendment's adoption: June 28, 2002
FOURTH	: Adoption of Amendment(s) (CHECK ONE)
×	The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
	The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):
	"The number of votes cast for the amendment(s) was/were sufficient for approval by(voting group)
C	The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
C	The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.
	Signed this
Signature	The Chairman of the Reard of Directors President or other officer if adopted by
	(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders) Robert T. Renes Vice President and General Manager
	OR.
	(By a director if adopted by the directors)
	OR
	(By an incorporator if adopted by the incorporators)
	(Typed or printed name)
	(Title)