

M97000000273

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May 9, 1997

VIA FEDERAL EXPRESS

Florida Secretary of State
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32301

800002175538--6
-05/12/97--01155--002
****140.00 ****140.00

500002183755--9
-05/19/97--01161--008
****145.00 ****145.00

Re: Agroservices LLC, a Texas limited liability
company, qualifying under the name
Agroservices of Texas, L.C.

Dear Ladies and Gentlemen:

Enclosed for filing are original and one copy of the following items for the above-referenced limited liability company:

1. Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida;
2. Affidavit of Membership and Contributions; and
3. Designation of Registered Agent.

Also, enclosed is a check in the amount of \$140.00 for payment of the associated filing fees and a good standing certificate.

Please return to me one file-stamped copy of the foreign qualification documents in the enclosed self-addressed Federal Express envelope. Please call me if you foresee any problems with filing the enclosed immediately upon receipt.

M97000000273

Name Availability	AS-19
Document Examiner	AL
Updater	AL
Updater Verifier	AL
Acknowledgement	AL
W. P. Verifier	AL

Very truly yours,

Anthony E. Weigel
Anthony E. Weigel
Paralegal

AEW:tmw
Enclosures

283993 v1

SECRETARY OF STATE
DIVISION OF CORPORATIONS
07 MAY 12 PM 2:10
FILED

APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:

1. AGROSERVICES LLC, qualifying to do business in Florida under the name AGROSERVICES OF TEXAS,L.C.
 (Name of foreign limited liability company must end with the words "limited company" or their abbreviation "L.C." if not so contained in the name at present. Please Note: L.L.C. is not an acceptable suffix in Florida.)

2. Texas
 (Jurisdiction under the law of which foreign limited liability company is organized)

3. 75-2558778
 (FEI number, if applicable)

4. September 20, 1994
 (Date of Organization)

5. Perpetual
 (Duration: Year limited liability company will cease to exist or "perpetual")

6. Upon qualification
 (Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.)

7. 2320 Third Street South, Ste. 1
Jacksonville Beach, Florida 32250
 (Street address of principal office)

FILED
 MAY 12 PM 2:40
 CLERK OF COURT
 JUDICIAL CIRCUIT IN AND FOR
 FLORIDA
 COUNTY OF DUNEDON

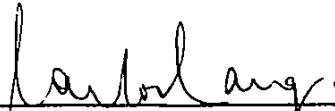
8. List and indicate in title space provided the name, title, and business address of each managing member (MGRM) or manager (MGR). It is not necessary to list members. (attach additional page if necessary)

NAME AND ADDRESS:	TITLE:	NAME & ADDRESS:	TITLE:
<u>Carlos Lang</u>	<u>Manager</u>	<u>Andries J. Van Cruysen</u>	<u>Manager</u>
<u>2320 Third Street South, Ste. 1</u>		<u>2320 Third Street South, Ste. 1</u>	
<u>Jacksonville Beach</u>		<u>Jacksonville Beach</u>	
<u>Florida 32250</u>		<u>Florida 32250</u>	
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____

**AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS OF FOREIGN
LIMITED LIABILITY COMPANY**

The undersigned member or authorized representative of a member of AGROSERVICES LLC, qualifying
in Florida as AGROSERVICES OF TEXAS, L.C. _____ deposes and says:

- 1) the above named limited liability company has at least two members
- 2) the total amount of cash contributed by the member(s) is \$ 400,000.00 .
- 3) if any, the agreed value of property other than cash contributed by member(s) is
\$ 0.00 . A description of the property is attached and made a part hereto.
- 4) the total amount of cash or property anticipated to be contributed by member(s) is
\$ 400,000.00 . This total includes amounts from 2 and 3 above.



Signature of a member or authorized representative of a member
(in accordance with section 608.408(3), Florida Statutes, the execution of this affidavit
constitutes an affirmation under the penalties of perjury that that facts stated herein are true.)

FILED
07 MAY 12 PM 2:40
CLERK OF DISTRICT COURT
SOUTH DAKOTA

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the limited liability company is: AGROSERVICES LLC, qualifying in Florida under the
name AGROSERVICES OF TEXAS, L.C.

2. The name and address of the registered agent and office is:

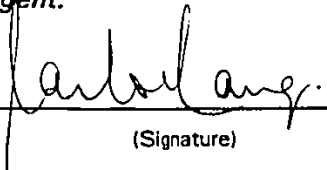
Carlos Lang
(Name)

4811 Otter Creek Lane
(P.O. Box or Mail Drop Box NOT acceptable)

Ponte Vedra Beach, FL 32082
(City/State/Zip)

FILED
07 MAY 12 PM 2:49
SECRETARY OF STATE
TAMPA, FLORIDA

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


(Signature)

May 8, 1997.
(Date)



The State of Texas

SECRETARY OF STATE

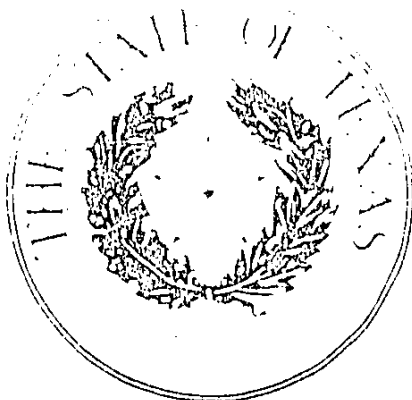
IT IS HEREBY CERTIFIED, that
Articles of Organization
of

AGROSERVICES LLC
CHARTER NO. 7008489-22

were filed in this office and a certificate of organization was issued on
SEPTEMBER 21, 1994;

IT IS FURTHER CERTIFIED, that no certificate of dissolution has been issued, and that
the company is still in existence.

*IN TESTIMONY WHEREOF, I have hereunto
signed my name officially and caused to be
impressed hereon the Seal of State at my office in
the City of Austin, on April 15, 1997.*



Antonio O. Garza, Jr.
Secretary of State

BAM