

CT CORPORATION SYSTEM

# F01000002408

CORPORATION(S) NAME

Royster-Clark Agriculture, Inc.

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FILED  
MAY -4 PM 3:15  
TALLAHASSEE, FLORIDA  
SECRETARY OF STATE

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-05/04/01--01063--007  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

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| <input checked="" type="checkbox"/> Profit         | <input type="checkbox"/> Amendment              | <input type="checkbox"/> Merger             |
| <input type="checkbox"/> Nonprofit                 |   |   |
| <input checked="" type="checkbox"/> Foreign        | <input type="checkbox"/> Dissolution/Withdrawal | <input type="checkbox"/> Mark               |
|  | <input type="checkbox"/> Reinstatement          |   |
| <input type="checkbox"/> Limited Partnership       | <input type="checkbox"/> Annual Report          | <input type="checkbox"/> Other              |
| <input type="checkbox"/> LLC                       | <input type="checkbox"/> Name Registration      | <input type="checkbox"/> Change of RA       |
|  | <input type="checkbox"/> Fictitious Name        | <input type="checkbox"/> UCC                |
| <input checked="" type="checkbox"/> Certified Copy | <input type="checkbox"/> Photocopies            | <input type="checkbox"/> CUS                |
| <input type="checkbox"/> Call When Ready           | <input type="checkbox"/> Call If Problem        | <input type="checkbox"/> After 4:30         |
| <input checked="" type="checkbox"/> Walk In        | <input type="checkbox"/> Will Wait              | <input checked="" type="checkbox"/> Pick Up |
| <input type="checkbox"/> Mail Out                  |   |   |

Name \_\_\_\_\_  
Availability \_\_\_\_\_  
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Examiner \_\_\_\_\_  
Updater \_\_\_\_\_  
Verifier \_\_\_\_\_  
W.P. Verifier \_\_\_\_\_

5/4/01

Order#: 4221903

Ref#: \_\_\_\_\_

Amount: \$ \_\_\_\_\_

660 East Jefferson Street  
Tallahassee, FL 32301  
Tel. 850 222 1092  
Fax 850 222 7615

RECEIVED  
DIVISION OF CORPORATIONS  
DEPARTMENT OF STATE  
2001 MAY -4 AM 11:23  
NOTED  
TO ACKNOWLEDGE  
SUFFICIENCY OF FILING

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

FILED  
JAN 11 2001  
DEPT. OF STATE  
TALLAHASSEE, FLORIDA  
3:15 PM

1. Boyster - Clark Agriculture, 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 3. 37-1409355  
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. April 12, 2001 5. Perpetual  
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. Expected to be May 2001  
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 999 Waterside Drive, Norfolk, Va. 23510  
Attention: President  
(Current mailing address)

8. Sale of fertilizers, crop protection products, seed and/or agronomic services to farmers, and owning and leasing real estate in connection therewith  
(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: CT Corporation System

Office Address: 1200 South Pine Island Road

Plantation, Florida, 33324  
(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.*

CT Corporation System

Robert L. Smith

(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.

12. Names and addresses of officers and/or directors: (Street address ONLY - P.O. Box NOT acceptable)

**A. DIRECTORS (Street address only - P.O. Box NOT acceptable)**Chairman: Francis P. Jenkins, Jr.Address: 600 Park Avenue, 25th FloorNew York, New York 10020

Vice Chairman: \_\_\_\_\_

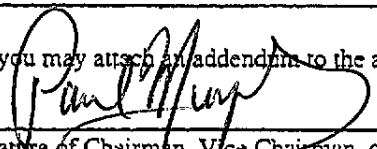
Address: \_\_\_\_\_

Director: G. Kenneth MosheneAddress: 600 Park Avenue, 25th FloorNew York, New York 10020Director: Randolph G. AbandAddress: 600 Park Avenue, 25th FloorNew York, New York 10020**B. OFFICERS (Street address only - P.O. Box NOT acceptable)**President: G. Kenneth MosheneAddress: (same as above)

Secretary and

Vice President: Walter VanceAddress: 6 Executive DriveCollinsville, IL 62234

Vice President and

Asst. Secretary: Paul MurphyAddress: 999 Waterside Drive, 8th FloorNorfolk, Va. 23510Treasurer: Chairman and CEO: Francis P. Jenkins, Jr.Address: 600 Park Avenue, 25th Floor, New York, NY 10020**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. Paul Murphy, Vice President  
(Typed or printed name and capacity of person signing application)

*State of Delaware*  
*Office of the Secretary of State*

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I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "ROYSTER-CLARK AGRICULTURE, 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 TWENTY-SEVENTH DAY OF APRIL, A.D. 2001.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.

FILED  
01 MAY -4 PM 3:15  
SECRETARY OF STATE  
DELAWARE



*Harriet Smith Windsor*  
Harriet Smith Windsor, Secretary of State

3380785 8300

AUTHENTICATION: 1104792

010204688

DATE: 04-27-01