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SCHAEFER, WIRTH & WIRTH
ATTORNEYS AT LAW
100 MAIN STREET
SAFETY HARBOR, FLORIDA 34695

JOHN SCHAEFER
JANET L. WIRTH*
JUDY L. WIRTH

*Admitted in New York

June 17, 2002

TELEPHONE
(727) 345-4007

FACSIMILE
(727) 345-3942

Division of Corporations
Florida Department of State
409 East Gaines Street
Tallahassee, Florida 32399

Re: MID-WEST SEED SERVICES, INC.

F02-3101

600005815576--7

-06/18/02--01058--007

****166.25 ****166.25

Dear Registration Section Representative:

Please find enclosed the following described items relative to the above-described matter:

1. An original "Application by Foreign Corporation for Authorization to Transact Business in Florida".

As required by paragraph 11 of said application, please find attached thereto an original "certificate of existence" for Mid-West Seed Services, Inc., duly authenticated, and issued on June 7, 2002, by the Office of the Secretary of State, State of South Dakota.

2. My firm's check made payable to the Florida Department of State in the amount of \$166.25; and, representing the following described fees in this matter:

- a. Registration Fee:
- b. Certified Copy (Application):
- c. "Certificate of Status" (10 * \$8.75):

\$ 87.50

Total:

\$ 166.25

If you would be so kind, upon your review of all of the foregoing for compliance with the applicable provisions of Chapter 607, Florida Statutes, please kindly register Mid-West Seed Services, Inc., as a foreign corporation authorized to transact business in the State of Florida.

In addition, upon such registration, please kindly issue and deliver to the undersigned the items described in paragraphs 2b and 2c, above.

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CORPORATIONS
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\$ 87.50

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Division of Corporations

Re: **MIDWEST-SEED SERVICES, INC.**

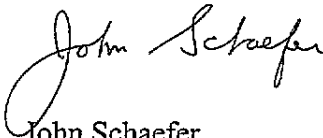
June 17, 2002

If you have any questions, or desire any further information, relative to this matter, please feel free to contact me directly, as follows:

JOHN SCHAEFER, ESQ.
Schaefer, Wirth & Wirth
650 Main Street
Safety Harbor, Florida 34695
Tel: (727) 345-4007
Fax: (727) 345-3942

I thank you for your assistance in this matter.

Very truly yours,



John Schaefer

JS/mdo

Encs.

AIRBORNE EXPRESS: OVERNIGHT MAIL

xc: Timothy J. Gutormson, President
Mid-West Seed Services, Inc.

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DIVISION OF CORPORATIONS
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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.*

1. MID-WEST SEED SERVICES, 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. South Dakota

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

3. 46-0427119

(FEI number, if applicable)

4. June 30, 1993

(Date of incorporation)

5. "Perpetual"

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

6. "Upon Qualification"

(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.")
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 236 32nd Avenue, Brookings, South Dakota 57006

(Principal office address)

c/o JOHN SCHAEFER, ESQ., 650 Main Street, Safety Harbor, FL 34695

(Current mailing address)

8. To provide seed testing services.

(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: JOHN SCHAEFER, ESQ.

Office Address: 650 Main Street

Safety Harbor

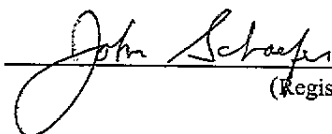
(City)

, Florida 34695

(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.



(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.

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

A. DIRECTORS

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: Timothy J. Gutormson

Address: 236 32nd Avenue

Brookings, South Dakota 57006

Director: Sharon L. Hanson

Address: 236 32nd Avenue

Brookings, South Dakota 57006

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B. OFFICERS

President: Timothy J. Gutormson

Address: 236 32nd Avenue

Brookings, South Dakota 57006

Vice President: _____

Address: _____

Secretary: Sharon L. Hanson

Address: 236 32nd Avenue, Brookings, South Dakota 57006

Treasurer: Sharon L. Hanson

Address: 236 32nd Avenue, Brookings, South Dakota 57006

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

13. Sharon L. Hanson

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

14. SHARON L. HANSON SECRETARY / TREASURER

(Typed or printed name and capacity of person signing application)

State of South Dakota



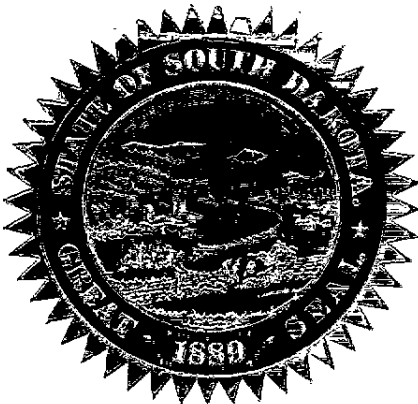
OFFICE OF THE SECRETARY OF STATE

Certificate of Good Standing Domestic Corporation

ORGANIZATIONAL ID #: DB033191

I, **JOYCE HAZELTINE**, Secretary of State of the State of South Dakota, do hereby certify that **MID-WEST SEED SERVICES, INC.** was duly incorporated under the laws of this state on **June 30, 1993**.

I, further certify that said corporation has complied with the laws of this State relative to the formation of corporations of its kind and is now a regularly and properly organized and existing corporation under the laws of this State and is in good standing, as shown by the records of this office. This certificate is not to be construed as an endorsement, recommendation or notice of approval of the corporation's financial condition or business activities and practices. Such information is not available from this office.



IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the Great Seal of the State of South Dakota, at Pierre, the Capital, this June 7, 2002.

Joyce Hazeltine
Secretary of State

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