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Division of Corporations

FAX NO. 9547618475

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SPERC EXPLORER, INC.

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Florida Dept of State



October 14, 2008

FLORIDA DEPARTMENT OF STATE  
Division of Corporations

SPERC EXPLORER, INC.  
510 3RD STREET SOUTH  
ST. PETERSBURG, FL 33701

SUBJECT: SPERC EXPLORER, INC.  
REF: F08000001471

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The new corporate name is available. [Please remove any reference of the DBA name.] - See correction.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6916.

Carol Mustain  
Regulatory Specialist II

FAX Aud. #: H08000234942  
Letter Number: 908A00053682

#08000234942

**PROFIT CORPORATION**  
**APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO**  
**APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA**  
(Pursuant to s. 607.1504, F.S.)

**SECTION I**  
(1-3 MUST BE COMPLETED)

**F08000001471**

(Document number of corporation (if known))

1. **SPERC EXPLORER, INC.**

(Name of corporation as it appears on the records of the Department of State)

2. **DELAWARE**

(Incorporated under laws of)

3. **APRIL 2, 2008**

(Date authorized to do business in Florida)

**SECTION II**  
(4-7 COMPLETE ONLY THE APPLICABLE CHANGES)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? **OCTOBER 6, 2008**

5. **SPERC AGRICULTURE, INC.**

(Name of corporation after the amendment, adding suffix "corporation," "company," or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation)

*n/a*  
(If new name is unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

6. If the amendment changes the period of duration, indicate new period of duration.

*n/a*  
(New duration)

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

*n/a*  
(New jurisdiction)

8. Attached is a certificate or document of similar import, evidencing the amendment, authenticated not more than 90 days prior to delivery of the application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the laws of which it is incorporated.

*Christina Rossignol*  
(Signature of a director, president, or other officer - (If in the hands of a receiver or other court appointed fiduciary, by that fiduciary))

**CHRISTINA ROSSIGNOL**

(Typed or printed name of person signing)

**SECRETARY**

(Title of person signing)

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TALLAHASSEE, FLORIDA

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# Delaware

PAGE 1

*The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "SPERC EXPLORER, INC.", CHANGING ITS NAME FROM "SPERC EXPLORER, INC." TO "SPERC AGRICULTURE, INC.", FILED IN THIS OFFICE ON THE SIXTH DAY OF OCTOBER, A.D. 2008, AT 11:16 O'CLOCK A.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.

4509739 8100

081013713

You may verify this certificate online  
at [corp.delaware.gov/authvar.shtml](http://corp.delaware.gov/authvar.shtml)



*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6894498

DATE: 10-06-08

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State of Delaware  
Secretary of State  
Division of Corporations  
Delivered 11:22 AM 10/06/2008  
FILED 11:16 AM 10/06/2008  
SRV 081013713 - 4509739 FILE

H08000234942

**CERTIFICATE OF AMENDMENT  
OF  
CERTIFICATE OF INCORPORATION  
OF  
SPERC EXPLORER, INC.**

SPERC EXPLORER, INC., a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware,

**DOES HEREBY CERTIFY:**

**FIRST:** That the Board of Directors of said corporation by the unanimous written consent of its members, filed with the minutes of the Board, adopted a resolution proposing and declaring advisable the following amendment to the Certificate of Incorporation of said corporation:

**RESOLVED,** that the Certificate of Incorporation of SPERC Explorer, Inc. be amended by changing the name of the corporation to SPERC Agriculture, Inc. in Article First thereof so that, as amended, said Article First shall be and read as follows: "The name of the corporation is SPERC AGRICULTURE, INC. (the "Corporation")."

**SECOND:** That in lieu of a meeting and vote of stockholders, the stockholders have given unanimous written consent to said amendment in accordance with the provisions of Section 228 of the General Corporation Law of the State of Delaware.

**THIRD:** That the aforesaid amendment was duly adopted in accordance with the applicable provisions of Sections 242 and 228 of the General Corporation Law of the State of Delaware.

**FOURTH:** That this Certificate of Amendment of the Certificate of Incorporation shall be effective on the date of filing with Secretary of State of the State of Delaware.

IN WITNESS WHEREOF, said Board of Directors has caused this certificate to be signed by Doyle B. McClendon, its President, this 30<sup>th</sup> day of September, 2008.

SPERC EXPLORER, INC.

  
Name: Doyle B. McClendon  
Title: President

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