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**FOREIGN PROFIT/NONPROFIT CORPORATION
WESTCHESTER GROUP INVESTMENT MANAGEMENT, INC.**

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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. WESTCHESTER GROUP INVESTMENT MANAGEMENT, INC.

(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION,"
"Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. DE

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

3. PENDING

(FEI number, if applicable)

4. 8/25/2010

(Date of incorporation)

5. PERPETUAL

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

6. _____

(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 2004 Fox Drive, Suite L, Champaign, IL 61820

(Principal office address)

2004 Fox Drive, Suite L, Champaign, IL 61820

(Current mailing address)

8. To operate an agricultural management business.

(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 NOT acceptable)

Name: Corporation Service Company

Office Address: 1201 Hays Street

Tallahassee, Florida 32301

(City)

(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.

Corporation Service Company

By: [Signature]

(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: SEE ATTACHMENT

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: SEE ATTACHMENT

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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

13. Janet Acosta
(Signature of Director or Officer listed in number 12 of the application)14. Janet Acosta, Assistant Secretary
(Typed or printed name and capacity of person signing application)

WESTCHESTER GROUP INVESTMENT MANAGEMENT, INC.

Name:	Office	Address:
Minaya, Jose M.	Director and Chairman	8500 Andrew Carnegie Blvd., Charlotte, NC 28262
	Director, President and Chief Executive	
Pope, Randall E.	Officer	3800 Friendly Hope Road, Jonesboro, AR 72404
Bhatia, Kamal	Director	730 Third Avenue, New York, NY 10017
Davis, Heather	Director	8500 Andrew Carnegie Blvd., Charlotte, NC 28262
Forgione, William J.	Director	8500 Andrew Carnegie Blvd., Charlotte, NC 28262
		c/o Radar Propriedades Agricolas S.A., Av. Juscelino
Mussa, Ricardo Dell Aquila	Director	Kubitschek, 1.726 - 9 andar, CEP 04543-000, Sao Paulo SP
		Brasil
Wise, Murray R.	Director	4309 Crayton Road, Naples, FL 34103
Welu, Todd T.	Chief Financial Officer	2004 Fox Drive, Suite L, Champaign, IL 61820
Hewes, J. Collins	Executive Vice President	2026 Glenbuck Cove, Germantown, TN 38139
Robertson, Roderick R.	Executive Vice President	8897 N. Fuller Avenue, Fresno, CA 93720
Eckert, Kathleen	Vice President, Tax	8500 Andrew Carnegie Blvd., Charlotte, NC 28262
Gutierrez, Jorge	Treasurer	730 Third Avenue, New York, NY 10017
Sullivan, Patrick	Assistant Treasurer	8500 Andrew Carnegie Blvd., Charlotte, NC 28262
Pierre-Merritt, Marjorie	Secretary	730 Third Avenue, New York, NY 10017
Acosta, Janet	Assistant Secretary	730 Third Avenue, New York, NY 10017
Black, Glenn	Assistant Secretary	730 Third Avenue, New York, NY 10017
Hayn, Robert	Assistant Secretary	730 Third Avenue, New York, NY 10017
Schum, Renee	Assistant Secretary	2004 Fox Drive, Suite L, Champaign, IL 61820

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I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "WESTCHESTER GROUP INVESTMENT MANAGEMENT, 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 EIGHTEENTH DAY OF OCTOBER, A.D. 2010.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "WESTCHESTER GROUP INVESTMENT MANAGEMENT, INC." WAS INCORPORATED ON THE TWENTY-FIFTH DAY OF AUGUST, A.D. 2010.

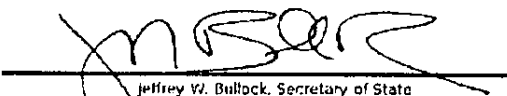
AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.

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You may verify this certificate online
at corp.delaware.gov/authvar.shtml




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 8293967

DATE: 10-18-10