

F960000002342

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

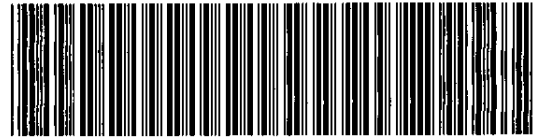
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

Office Use Only



900209097779

06/21/11--01019--017 \*\*43.75

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
11 JUN 21 PM 12:17

Name chs/cc  
@ 6/23/11

## COVER LETTER

**TO:** Amendment Section  
Division of Corporations

**SUBJECT:** SCOTTS-SIERRA HORTICULTURAL PRODUCTS COMPANY  
Name of Corporation

**DOCUMENT NUMBER:** F96000002342

The enclosed Amendment and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

DEBORAH NAGEL

Name of Contact Person

EVERRIS NA INC.

Firm/Company

622 EMERSON ROAD, SUITE 500

Address

CREVE COEUR, MO 63141

City/State and Zip Code

deborah.nagel@icl-pplp.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

DEBORAH NAGEL

Name of Contact Person

at ( 314 )

983-7625

Area Code & Daytime Telephone Number

Enclosed is a check for the following amount:

☐

\$35.00 Filing Fee

☐

\$43.75 Filing Fee &  
Certificate of Status

☒

\$43.75 Filing Fee &  
Certified Copy  
(Additional copy is  
enclosed)

☐

\$52.50 Filing Fee,  
Certificate of Status &  
Certified Copy  
(Additional copy is  
enclosed)

**Mailing Address:**

Amendment Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

**Street Address:**

Amendment Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

**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)**

F96000002342

(Document number of corporation (if known))

1. SCOTTS-SIERRA HORTICULTURAL PRODUCTS COMPANY  
(Name of corporation as it appears on the records of the Department of State)

2. CALIFORNIA  
(Incorporated under laws of)

3. MAY 10, 1996  
(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? JUNE 1, 2011

5. EVERRIS NA 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)

(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.

\_\_\_\_\_  
(New duration)

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

\_\_\_\_\_  
(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.

Deborah Nagel Heather Luther  
(Signature of a director, president or other officer - if in the hands of a receiver or other court appointed fiduciary, by that fiduciary)

DEBORAH NAGEL/HEATHER LUTHER  
(Typed or printed name of person signing)

ASST TREAS/SECRETARY  
(Title of person signing)

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
11-JUN-21 PM 12:17

**State of California**  
**Secretary of State**

**CERTIFICATE OF FILING**

I, DEBRA BOWEN, Secretary of State of the State of California, hereby certify:

That on the **16th day of May, 2011**, there was filed in this office an amendment changing the corporation name from **SCOTTS-SIERRA HORTICULTURAL PRODUCTS COMPANY**, a California corporation, to **EVERRIS NA INC.**

IN WITNESS WHEREOF, I execute  
this certificate and affix the Great Seal  
of the State of California this day of  
June 15, 2011.



*Debra Bowen*

**DEBRA BOWEN**  
Secretary of State

A0714950

ENDORSED - FILED  
in the office of the Secretary of State  
of the State of California

MAY 16 2011

CERTIFICATE OF AMENDMENT  
OF  
AMENDED AND RESTATED ARTICLES OF INCORPORATION  
OF  
SCOTTS-SIERRA HORTICULTURAL PRODUCTS COMPANY

Ariane Cohen and Heather K. Luther certify that:

EFFECTIVE  
DATE  
JUN 01 2011

1. They are the President and General Counsel and Secretary, respectively, of Scotts-Sierra Horticultural Products Company, a California corporation.

2. Article I of the Amended and Restated Articles of Incorporation of this Corporation is amended in its entirety to read as follows:

The name of the corporation is: Everris NA Inc.

3. The foregoing amendment to the Amended and Restated Articles of Incorporation has been duly approved by the Board of Directors.

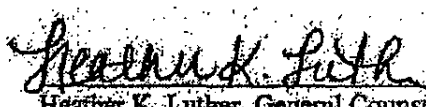
4. The foregoing amendment to the Amended and Restated Articles of Incorporation has been duly approved by the required vote of shareholders in accordance with Section 902, California Corporations Code. The total number of outstanding shares of the Corporation is: One Hundred One (101) Class A Voting Common Shares and One (1) Class B Non-Voting Common Share. The number of shares voting in favor of the amendment equaled or exceeded the vote required. The percentage vote required was more than 50%.

5. The foregoing amendment is to become effective on June 1, 2011.

We further declare under penalty of perjury under the laws of the State of California that the matters set forth in this certificate are true and correct of our own knowledge.

Date: May 13, 2011

  
Ariane Cohen, President

  
Heather K. Luther, General Counsel  
and Secretary