

F 98000004932
CT CORPORATION SYSTEM

120 South Central Avenue
Clayton, MO 63105
Tel. 314 863 5545
Fax 314 863 1578

August 26, 1998

Secretary of State
Corporate Records Bureau
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

300002629093--9
-08/31/98--01128--001
*****70.00 *****70.00

RE: KOCH AGRICULTURE COMPANY
Order # 1390812

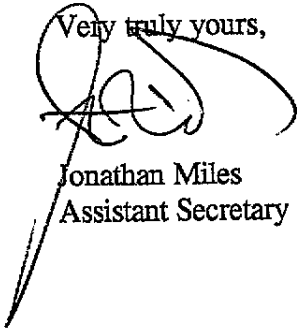
Dear Sir/Madam:

Enclosed for filing on behalf of the above entity are the following papers:

QUALIFICATION

A check to cover the filing fee is attached. Please forward the usual evidence of filing to my attention.

Very truly yours,


Jonathan Miles
Assistant Secretary

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 AUG 31 AM 9:55

mt
9/1

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. Koch Agriculture Company

(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. Nebraska

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

3. 48-1097495

(FEI number, if applicable)

4. March 20, 1991

(Date of incorporation)

5. Perpetual

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

6. Upon registration

(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.156, F.S.))

7. 4111 E. 37th Street North, Wichita, Kansas 67220

(Current mailing address)

8. For grain storage and processing for others, sale and distribution and to buy and sell livestock
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

9. Name and street address of Florida registered agent:

Name: C T Corporation System

Office Address: c/o C T Corporation System, 1200 South Pine Island Road

Plantation, Florida, 33324
(Zip Code)

10. Registered agent 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 obligation of my position as registered agent.

C T Corporation System

(Registered agent's signature) (Officer)

J.C. Miller - Asst. Secy.
(Type Name and Title of Officer)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 AUG 31 AM 9:55

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:

A. DIRECTORS

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: see attached list of directors

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: see attached list of officers

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 AUG 31 AM 9:55

Treasurer: _____

Address: _____

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

13. Nancy J. Smith
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Nancy J. Smith, Assistant Secretary
(Typed or printed name and capacity of person signing application)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 AUG 31 AM 9:55

Appendix to Florida
Application by Fgn. Corp. for Authorization to Transact Business in Florida

**Directors of
Koch Agriculture Company**

1. Dean E. Watson
4111 E. 37th Street North
Wichita, Kansas 67220
2. W. W. Hanna
4111 E. 37th Street North
Wichita, Kansas 67220
3. F. Lynn Markel
4111 E. 37th Street North
Wichita, Kansas 67220

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 AUG 31 AM 9:55

Appendix to Florida
Application by Fgn. Corp. for Authorization to Transact Business in Florida

**Officers of
Koch Agriculture Company**

1. Dean E. Watson, President
4111 E. 37th Street North
Wichita, Kansas 67220
2. F. Lynn Markel, Treasurer
4111 E. 37th Street North
Wichita, Kansas 67220
3. Steve Pankey, Vice President
4111 E. 37th Street North
Wichita, Kansas 67220
4. Chris Wilkins, Vice President
4111 E. 37th Street North
Wichita, Kansas 67220
5. Gina Morris, Vice President
4111 E. 37th Street North
Wichita, Kansas 67220
6. Scott Deeter, Vice President
4111 E. 37th Street North
Wichita, Kansas 67220
7. Dave Robertson, Vice President
4111 E. 37th Street North
Wichita, Kansas 67220
8. James Elmore, Vice President
4111 E. 37th Street North
Wichita, Kansas 67220
9. Dan Kilby, Vice President
4111 E. 37th Street North
Wichita, Kansas 67220
10. H. Allan Caldwell, Secretary
4111 E. 37th Street North
Wichita, Kansas 67220
11. Stuart Collier, Assistant Secretary
4111 E. 37th Street North
Wichita, Kansas 67220
12. Donna Lance, Assistant Secretary
4111 E. 37th Street North
Wichita, Kansas 67220

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 AUG 31 AM 9:55

Appendix to Application by Fgn. Corp. for Authorization to Transact Business in Florida (cont)

13. Diana Warren, Assistant Secretary
4111 E. 37th Street North
Wichita, Kansas 67220
14. Craig Cartwright, Assistant Secretary
4111 E. 37th Street North
Wichita, Kansas 67220
15. Nancy J. Smith, Assistant Secretary
4111 E. 37th Street North
Wichita, Kansas 67220
16. Jill Bryant, Assistant Treasurer
4111 E. 37th Street North
Wichita, Kansas 67220
17. Paul E. Nold, Assistant Treasurer
4111 E. 37th Street North
Wichita, Kansas 67220
18. Darryl J. Graham, Assistant Treasurer
4111 E. 37th Street North
Wichita, Kansas 67220
19. Darrell Swank, Chief Financial Officer
4111 E. 37th Street North
Wichita, Kansas 67220

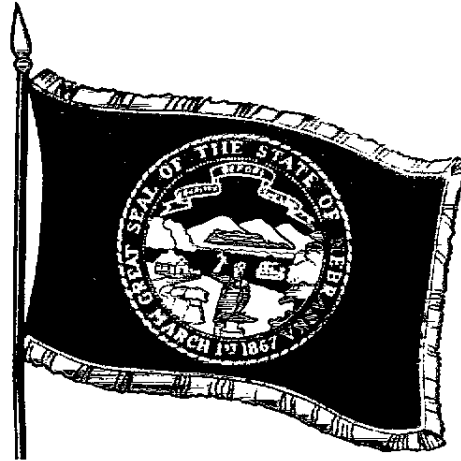
FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 AUG 31 AM 9:55

STATE OF

NEBRASKA

United States of America,
State of Nebraska

} ss.



Department of State
Lincoln, Nebraska

I, Scott Moore, Secretary of State of the State of Nebraska do hereby
certify;

KOCH AGRICULTURE COMPANY

was duly incorporated under the laws of this state on March 20, 1991,
and do further certify that no occupation taxes assessed are unpaid
and no annual reports are delinquent; articles of dissolution have
not been filed; and said corporation is in existence as of the date
of this certificate.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 AUG 31 AM 9:55

In Testimony Whereof,

I have hereunto set my hand and
affixed the Great Seal of the State
of Nebraska on August 21
in the year of our Lord, one thousand
nine hundred and ninety-eight.



Scott Moore

SECRETARY OF STATE