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02 OCT 30 PH 1: 42

CT CORPORATION

October 30, 2002

C T Corporation System 660 East Jefferson Street Tallahassee FL 32301 02 OCT 30 PH 1: 42
SECKETARY OF STATE
TALLAHASSEE, FLORID,

Re:

Order #: 5710983 SO

Customer Reference 1: Customer Reference 2:

Dear Tallahassee Fulfillment Team 1:

Please file the attached:

Cargill Fertilizer-Bartow, L.L.C. (DE)
Registration
Florida

Cargill Fertilizer-Bartow, L.L.C. (DE) Cert Copy of Application for Authority-Foreign Florida

Cargill Fertilizer-Bartow, L.L.C. (DE)

Certificate of Status-Foreign X Z

Florida



Enclosed please find a check for the requisite fees. Please return evidence of filing(s) to my attention.

If for any reason the enclosed cannot be filed upon receipt, please contact me immediately at (850) 222-1092. Thank you very much for your help.

660 East Jefferson Street Tallahassee, FL 32301 Tel. 850 222 1092 Fax 850 222 7615

CT CORPORATION

Sincerely,

Katrina Forsman
Fulfillment Specialist
Katrina_Forsman@cch-lis.com

660 East Jefferson Street Tallahassee, FL 32301 Tel. 850 222 1092 Fax 850 222 7615

TRANSACT BUSINESS IN FLORIDA

APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO

IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:

	(Name of foreign limited liability company)		
2. Delaware	3. Applied for 10/29/02		
(Jurisdiction under company is organize	the law of which foreign limited liability (FEI number, if applicable)		_
4. October 29, 2002	5. Perpetual		
(Dat	e of Organization) (Duration: Year limited liability company wexist or "perpetual")	ill cease t	
6. November 1, 2002	2		22
(Da	te first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.)	RET	13
7. c/o APEX 2036	Washington Street	AR)	0CT 30 ₁
Hanor	ver, MA 02339	E, F	
	(Street address of principal office)	<u> </u>	••
		RE RE	24
8. If limited liabili	ty company is a manager-managed company, check here].»	
9. The usual busin	ess addresses of the managing members or managers are as follows:		
Mangrove Acquis	sitions, Inc., Sole Member		
c/o APEX 2036	Washington Street		
Hanover, MA 023	339		_
the jurisdiction under th	inal certificate of existence, no more than 90 days old, duly authenticated by the official having one law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign late under oath of the translator must be submitted.)		
11. Nature of busi	ness or purposes to be conducted or promoted in Florida:		
To nurchase lease	, make improvements and/or resell property.		
To purchase, rease	, make improvements and or tesen property.	-	<u> </u>
	Signature of a member or an authorized representative of a member. (In accordance with section 608.408(3), F.S., the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)		
	Edwin Rivera, Senior Vice President of Sole Member		

Typed or printed name of signee

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is:

Cargill Fertilizer-Bartow, L.L.C.		
2. The name and the Florida street ac	ddress of the registered agent and office are:	02 OCT 30 PI SECRETARY OF ALLAHASSEE,
CT Corporation System		30 F SSEE
(Name)		
		HO.
c/o C T Corporation Syste	H 1:42 F STATE FLORIDA	
Florida str	eet address (P.O. Box <u>NQ</u> T ACCEPTABLE)	
Plantation	FL 33324	
-	City/State/Zip	

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, F.S.

C T Corporation System

Connia Bry (Signature)

\$ 100.00 Filing Fee for Application
\$ 25.00 Designation of Registered Agent
\$ 30.00 Certified Copy (optional)
\$ 5.00 Certificate of Status (optional)

Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "CARGILL FERTILIZER-BARTOW, L.L.C."

IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-NINTH DAY OF OCTOBER, A.D. 2002.

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

02 0CT 30 PH 1: 42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Warriet Smith Windson, Secretary of State

AUTHENTICATION: 2059849

DATE: 10-29-02

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