

Document Number Only

097000000608

CT CORPORATION SYSTEM

Requestor's Name
660 East Jefferson Street

Address
Tallahassee, FL 32301 222-1092
City State Zip Phone

CORPORATION(S) NAME

FILED STATE
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
97 SEP 17 PM 2:08

Bedrock Holdings, LLC d-b-a

Bedrock Holdings of Delaware, L.L.C.

200002301372--3

-09/23/97--01087--002

***346.25 ***346.25

- ☐ Profit ☐ Amendment ☐ Merge
☐ NonProfit ☐ Dissolution/Withdrawal ☐ Mark
☒ Limited Liability Co.
☐ Foreign ☐ Annual Report ☐ Other UCC Filing
☐ Limited Partnership ☐ Reservation ☐ Change of F.A.
☐ Reinstatement ☐ Fic. Name
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THANKS, MELANIE ©

9.17.97

346.25

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RECEIVED
B/C 9/17/97
J. TAX 250.00
FILING 35.00
R. AGENT FEE 61.25
J. COPY 346.25
TOTAL
V. BANK
BALANCE DUE
REFUND

CR2E031 (1-89)



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

September 17, 1997

From C.T CORPORATION SYSTEM

TALLAHASSEE, FL

SUBJECT: BEDROCK HOLDINGS, LLC
Ref. Number: W97000021419

RECEIVED

97 SEP 19 AM 11:37

DIVISION OF CORPORATION

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SECRETARY OF CORPORATIONS
97 SEP 17 PM 2:09

We have received your document for BEDROCK HOLDINGS, LLC and check(s) totaling \$346.25. However, your check(s) and document are being returned for the following:

The name designated in your document is not available. Therefore, the limited liability company must adopt an alternate name for use in the state of Florida. To adopt an alternate name the entity must submit a resolution signed by a managing member or manager adopting the alternate name for use in the state of Florida. The alternate name must end with "L.L.C.," "L.C.," "Limited Liability Company" or "Limited Company."

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) 487-6914.

10: Buck Kohr
Corporate Specialist

Letter Number: 897A00046171

Please back-date

*3:00 pick-up
9-15-97*


RESOLUTION OF BOARD OF DIRECTORS

FILED OF STATES
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
9 17 SEP 17 PM 3:09

I, the undersigned Timothy Cotton, do hereby certify
that this Resolution of the Board of Directors of Bedrock Holdings, LLC
a limited/ ^{liability company} duly organized and existing under the laws of the State of Delaware,
was duly adopted on September 18, 1997.

Resolved, that Bedrock Holdings, LLC organized
and existing in the State of Delaware, hereby adopts the
name Bedrock Holdings of Delaware, L.L.C. for use in Florida.

Dated: September 18, 1997


Signature of at least one director

Timothy Cotton
Chief Financial Officer

APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

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:

doing business in

1. Bedrock Holdings, LLC Florida as BEDROCK HOLDINGS OF DELAWARE, L.L.C.
(Name of foreign limited liability company must end with the words "limited company" or their abbreviation "L.C." if not so contained in the name at present. Please Note: L.L.C. is not an acceptable suffix in Florida.)

2. Delaware
(Jurisdiction under the law of which foreign limited liability company is organized)

3. 56-3466188
(FEI number, if applicable)

4. July 28, 1997
(Date of Organization)

5. Perpetual
(Duration: Year limited liability company will cease to exist or "perpetual")

6. Upon qualification
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 617.155, F.S.)

7. c/o Agrifos L.L.C.-667 Madison Avenue- Suite 1200
New York, New York 10021
(Street address of principal office)

8. List and indicate in title space provided the name, title, and business address of each managing member (MGRM) or manager (MGR). It is not necessary to list members.
(attach additional page if necessary)

NAME & ADDRESS:	TITLE:	NAME & ADDRESS:	TITLE:
<u>Farouk Chaouni (MGR)</u>	<u>Chairman of the Board</u>	<u>Robert Kovacich (MGR)</u>	<u>President</u>
<u>667 Madison Avenue</u>		<u>P.O. Box 315</u>	
<u>New York, N.Y. 10021</u>		<u>Nichols, Fla. 33863</u>	
		<u>Timothy Cotton (MGR)</u>	<u>Chief Financial Officer</u>
		<u>667 Madison Avenue</u>	
		<u>New York, N.Y. 10021</u>	

Filing Fee: \$ 52.50 for Application

(FL. - LLC 3289 - 3/10/97)

9/17 PM 2:09
DIVISION OF CORPORATIONS
FILED STATE

Secretary:

New York, N.Y. 10021

September 9, 1997
(Date)

(Signature of a Member of Authorized Representative of a member)

Farouk Chaouni
Chairman of the Board

FILED OF STATE
SECRETARY OF CORPORATIONS
DIVISION
97 SEP 17 PM 2:09

Having been named as registered agent and to accept service of process for the above stated foreign limited liability company at the place designated in this certificate pursuant to the provisions of section 608.507, Florida Statutes, 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.

By: Carole Bryan
(Signature) S
JOINIE BRYAN
SPECIAL ASSISTANT SECRETARY
(Type Name of Officer)
(Title of Officer)

9/17/97
(Date)

C T CORPORATION SYSTEM
1200 SOUTH PINE ISLAND BLVD.
PLANTATION, FL 33324

**AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS OF FOREIGN
LIMITED LIABILITY COMPANY**

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SECRETARY OF CORPORATIONS
DIVISION
SEP 17 PM 2:09

The undersigned member or authorized representative of a member of Bedrock
Holdings, LLC deposes and says:

- 1) the above named limited liability company has at least one member
- 2) the total amount of cash contributed by the member(s) is \$ 500.00
- 3) if any, the agreed value of property other than cash contributed by member(s) is
\$ -0-. ~~A description of the property is attached and made a part hereof.~~
- 4) the total amount of cash or property anticipated to be contributed by member(s) is
\$ 500.00. This total includes amounts from 2 and 3 above.



Signature of a member or authorized representative of a member.
(In accordance with section 608.408(3), Florida Statutes, the execution of this affidavit
constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

Timothy Cotton - Chief Financial Officer

Filing Fee: \$52.50 for Affidavit

State of Delaware

PAGE 1

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "BEDROCK HOLDINGS, LLC" 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 ELEVENTH DAY OF SEPTEMBER, A.D. 1997.

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

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 SEP 17 PM 2:09



Edward J. Freel

Edward J. Freel, Secretary of State

2778601 8300

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AUTHENTICATION:

8646559

DATE:

09-11-97