M97000000634

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ATTORNEYS AT LAW

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September 19, 1997

600002303516--5 -09/25/97--01081--001 *****293.75 *****293.75

Florida Department of State Registration Section Division of Corporations P.O. Box 6327 Tallahassee, FL 32314

RE: McLean/Biagro Research and Development Company, LLC

Our File No. 7806.00

Dear Florida Department of State:

して

W. P. Verlfyer

Enclosed is a completed Florida Department of State From CR2E027 (497) for the authorization of a Foreign Limited Liability Company to Transact Business in Florida. In connection therewith, I enclose the sum of \$293.75 for the following purposes:

- 1. Filing Fee \$250.00;
- Designation of Registered Agent \$35.00; and
- 3. Request for Certificate of Status \$8.75.

Please return the Certificate of Status, once completed, to the undersigned in the caption of this letter in the enclosed pre-addressed, stamped envelope.

letter in	the enclosed	l pre-addressed, stamped envelope.
Name Availabilityou	ave any que	estions or comments you may contact me by telephone and collect at (209) be glad to speak with your office as necessary.
Document Examiner	w t. q.	Very truly yours,
Updater		KAHN, SOARES & CONWAY
Updater Verifyer	.с	+ app
RPJ/hac Acknowlestesses	Month DCC	Ronald P. Jones

N97000000634

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 REGISTE: A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACT BUSINESS IN THE STATE OF FLORIDA

McLean/Biagro R search (Name of foreign limited liability company r so contained in the name at present.)	and Develop must end with the w	ment Company, LLC ords "limited company" or their abbre	viation "L.C." if not	
2. California (Jurisdict on under the law of which foreign company is organized)	3. limited liability	N/A - no employees y (FEI number, if appl	et icable)	
4. June 11, 1997 (Date of Organization)	5	2050 (Duration: Year limited liability coexist or "perpetual")	<u>`-</u> :	
	ness in Florida. (See se	orida ections 608.501, 608.502, and 817.155	SEP 25 AM	
7. <u>35803 Road 132</u> Visalia, CA 93292	(Street address of	orincipal office)	9: 15 CRIDA	
 List name, title, and business address of will manage the foreign limited liability NAME & ADDRESS: 	of each managing ty company in F TITLE:	g member[MGRM] or manager[lorida: (attach additional page if NAME & ADDRESS:	MGR]who necessary) TITLE:	
McLean Chemical Sales Company, Inc. Florida corporation P.O. Box 1044 Minneola, FL 34755	, a			
	_			

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS OF FOREIGN LIMITED LIABILITY COMPANY

The ut dersigned member or authorized representative of a mo	ember of McLEAN/BIAGRO RESEARCH
DEVELOPMENT, LLC depo	ses and says:
1) the above named limited liability company has at least two	members
2) the total amount of cash contributed by the member(s) is	\$_10,000.00
3) if any, the agreed value of property other than cash contrib A description of the property is attached and made a part h	ereto.
4) the amount of cash or property anticipated to be contribute This total includes amounts from 2 and 3 above.	1LE 25 158EE
5) the total amount of cash or property anticipated to be contr MEMBER/MANAGER [MGRM]: BIAGRO WESTERN SALES, INC., a California Corporation By: Letter (1) Letter (1)	ributed by member(s) is \$ 10,000,60.
Peter E. Alvitre, Its:	atutes, the execution of this

Filing Fee: \$250.00 for Application and Affidavit

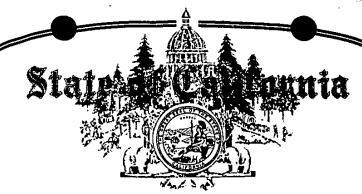
CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDI RSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is:	
McLEAN/BIAGRO RESEARCH AND DEVELOPMENT COMPANY, LLC	
2. The name and address of the registered agent and office are:	
Mr. Ben McLean III (Name) 904 Jan Mar Court, Suite A (P.O. Box or Mail Drop Box NOT ACCEPTABLE) Clermont, FL. 34711 (City/State/Zip)	FILED 97 SEP 25 MM 9: 15 SEC. J. STATE TALLAHASSLE, FLORIDA 1 1 1

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.

Filing Fee: \$ 35 for Designation of Registered Agent



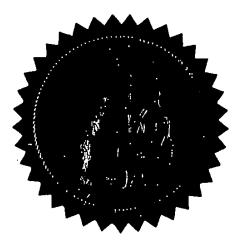
SECRETARY OF STATE

CERTIFICATE OF STATUS CALIFORNIA LIMITED LIABILITY COMPANY

I, BILL JONES, Secretary of State of the State of California, hereby certify:

That on the	llth	day of	June_	, 19 _	97			
	MCLEAN/BIAGRO	RESEARCH AND	DEVELOPMENT	COMPANY, LLC	97 SEC			
became recogn of Organization	nized under the	laws of the St			SE Article	Ш		
That no record exists in this office of a certificate of cancellation of s liability company nor of a court declaring cancellation thereof; and						, 0		
That according to the records of this office, the said limited liability company is authorized to exercise all its powers, rights and privileges and is in good legal standing in the State of California; and								

That no information is available in this office on the financial condition of this limited liability company.



IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this

22nd day of August 1

BILL JONES Secretary of State