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ATTORNEY AT LAW

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May 17, 2000

Bureau of Corporate Records  
Post Office Box 6327  
Tallahassee, FL 32314

EFFECTIVE DATE  
5-18-00

500003262185--1  
-05/22/00--01127--002  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

IN RE: Articles of Incorporation of  
Advanced Management Systems, Inc.

Gentlemen:

Enclosed please find the Original and one (1) copy of the Articles of Incorporation of **Growers Risk Management, Inc.**, which includes therein the designation of and acceptance by the registered agent. Also enclosed is a check for \$78.75 covering the following:

Filing Fee	\$ 35.00
Certified Copy of Articles	\$ 8.75
Designation of registered Agent	\$ 35.00
<b>TOTAL</b>	<b>\$ 78.75</b>

FILED  
00 MAY 22 PM 3:39  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Once the Articles are filed, please send a certified copy to this office at the above address.

Thank you for your assistance in this matter.

Sincerely yours,

*Kristine Brummett*

Kristine Brummett  
Secretary to Mr. McKibben

vk  
enclosures as stated herein

INCORPORATION ADVANCED LTI  
10485.002

S. Thompson MAY 31 2000

EFFECTIVE DATE  
5-18-00

FILED  
00 MAY 22 PM 3:39  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

**ARTICLES OF INCORPORATION**  
**OF**  
**ADVANCED MANAGEMENT SYSTEMS, INC.**

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation for profit under the laws of the State of Florida.

**ARTICLE I - NAME**

The name of the corporation is **ADVANCED MANAGEMENT SYSTEMS, INC.**

**ARTICLE II - NATURE OF BUSINESS**

The general character, purpose, and nature of business to be transacted by this corporation is to provide a coordinated approach to the manufacture and delivery of growth inputs and other remedial agents to agricultural other industries, as well as any other activity or business legally permissible under the applicable laws of the State of Florida or the United States of America.

**ARTICLE III - CAPITAL STOCK**

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is 7,500 shares of common stock, each share having a par value of \$1.00. Said authorized shares shall be voting shares.

Authorized capital stock may be paid for in cash, services or property at a just value to be fixed by the Board of Directors of this corporation at any regular or special meeting.

**ARTICLE IV - INITIAL CAPITAL**

The amount of capital with which this corporation shall begin business is \$1,000.00.

**ARTICLE V - TERM OF EXISTENCE**

This corporation shall have perpetual existence.

**ARTICLE VI - ADDRESS**

The initial street address of the principal office of this corporation is to be at 451 River Lane, Wauchula, Florida 33873. The Board of Directors may from time to time designate such other address and place for the principal office of this corporation as it may see fit.

## ARTICLE VII - REGISTERED AGENT

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

That **ADVANCED MANAGEMENT SYSTEMS, INC.**, desiring to organize under the laws of the State of Florida, with its principal office in the City of Wauchula, County of Hardee, has named JOSEPH B. CHERRY as its agent to accept service of process within this State and does designate 451 River Lane, Wauchula, Hardee County, Florida 33873, as the registered office.

## ARTICLE VIII - DIRECTORS

This corporation shall have three (3) directors initially. The number of directors may be increased or diminished from time to time by the bylaws but shall never be less than three (3).

## ARTICLE IX - INITIAL DIRECTORS

The name and the street address of the initial directors, who shall hold office until his successor is elected and has qualified, is as follows:

<u>NAME</u>	<u>ADDRESS</u>
Joseph B. Cherry	451 River Lane Wauchula, FL 33873
Gary Chronic	1042 Magnolia Lane Wauchula, FL 33873
Gary Bond	9760 136 <sup>th</sup> St. N. Seminole, FL 33776

## ARTICLE X - OFFICERS

The officers of the corporation, who shall hold office until their successors are elected by the Board of Directors, shall be:

<u>NAME</u>	<u>OFFICE</u>	<u>ADDRESS</u>
Joseph B. Cherry	President	451 River Lane Wauchula, FL 33873
Gary Chronic	Vice President/ Secretary	1042 Magnolia Lane Wauchula, FL 33873
Gary Bond	Vice President	9760 136 <sup>th</sup> St. N. Seminole, FL 33776

## ARTICLE XI - SUBSCRIBER

The name and the street address of the subscriber to these Articles of Incorporation are as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>SHARES</u>	<u>AMOUNT</u>
Joseph B. Cherry	451 River Lane Wauchula, FL 33873	1000	\$1,000.00

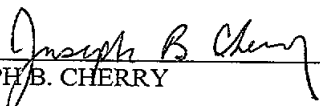
**ARTICLE XII - EFFECTIVE DATE**

These Articles of Incorporation shall be effective on May 18, 2000.

**ARTICLE XIII - AMENDMENT**

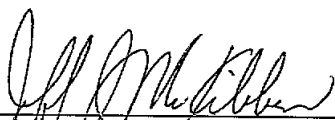
These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by it to the stockholders, and approved at a stockholders' meeting by a majority (51%) of the stockholders entitled to vote thereon, manifesting their intention that a certain amendment to these Articles of Incorporation be made.

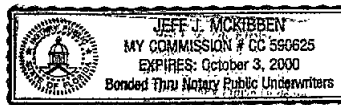
IN WITNESS WHEREOF, I have hereunto set my hand and seal, acknowledged, and filed the foregoing Articles of Incorporation under the laws of the State of Florida, this 16 day of May, 2000.

  
\_\_\_\_\_  
JOSEPH B. CHERRY

STATE OF FLORIDA :  
COUNTY OF HARDEE :

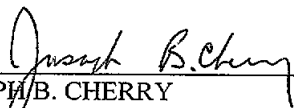
The foregoing instrument was acknowledged before me this 16<sup>th</sup> day of May, 2000, by JOSEPH B. CHERRY, who is personally known to me.

  
\_\_\_\_\_  
NOTARY PUBLIC /  
STATE OF FLORIDA AT LARGE



**ACCEPTANCE**

HAVING BEEN NAMED to accept service of process for the above-stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity and agree to comply with the provisions of said Act relative to keeping open said office.

  
\_\_\_\_\_  
JOSEPH B. CHERRY  
Registered Agent