

P04000059820

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

8-30
M. J. [Signature]

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: dissolution of Agtrol, Inc.

DOCUMENT NUMBER: P04000059820

The enclosed **Articles of Dissolution** and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Bill Kailus - Assistant Corporate Secretary

(Name of Person)

Nufarm Americas Inc. / Agtrol, Inc.

(Name of Firm/Company)

1333 Burr Ridge Parkway, Suite 125A

(Address)

Burr Ridge/Illinois/60521-0866

(City/State/and Zip Code)

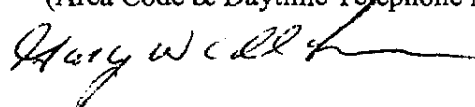
For further information concerning this matter, please call:

Gary Callahan - counsel for Nufarm/Agtrol at (970) 988-1716

(Name of Person)

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:



- \$35 Filing Fee \$43.75 Filing Fee & Certificate of Status \$43.75 Filing Fee & Certified Copy (Additional copy is enclosed) \$52.50 Filing Fee, Certificate of Status & Certified Copy (Additional copy is enclosed)

MAILING ADDRESS:

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

STREET ADDRESS:

Amendment Section
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

ARTICLES OF DISSOLUTION

Pursuant to section 607.1403, Florida Statutes, this Florida profit corporation submits the following articles of dissolution:

FIRST: The name of the corporation as currently filed with the Florida Department of State: Agtroi, Inc.

SECOND: The document number of the corporation (if known): P04000059820

THIRD: The date dissolution was authorized: August 19, 2005
Effective date of dissolution if applicable: August 19, 2005
(no more than 90 days after dissolution file date)

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FOURTH: Adoption of Dissolution (CHECK ONE)

- Dissolution was approved by the shareholders. The number of votes cast for dissolution was sufficient for approval.
- Dissolution was approved by of the shareholders through voting groups.

The following statement must be separately provided for each voting group entitled to vote separately on the plan to dissolve:

The number of votes cast for dissolution was sufficient for approval by all shareholders
(voting group)

Signed this 19th day of August, 2005

Signature: GABJ
(By a director, president or other officer - if directors or officers have not been selected, by an incorporator - if in the hands of a receiver, trustee, or other court appointed fiduciary, by that fiduciary)

G. A. BARBER
(Typed or printed name of person signing)

Director COMPANY SECRETARY
(Title of person signing)

Filing Fee: \$35