

Triad & Nitrogen, Inc.

Post Office Box 1851, Yazoo City, Mississippi 39194 Telephone No.: 601/746-6302

February 10, 1997

Florida Department of State Amendment Section Division of Corporations Post Office Box 6327 Tallahassee, FL 32314

Re: FirstMiss Fertilizer, Inc. Taxpayer ID Number: 8000723

Dear Sir or Madam:

Enclosed herein for filing is an Application by Foreign Corporation for Withdrawal of Authority to Transact Business or Conduct Affairs in Florida for the above-referenced corporation. Also enclosed is a check in the amount of \$35.00 covering the statutory withdrawal fee.

If you have any questions or require further documentation, please advise.

Sincerely yours,

Kernen Manlgomer Lynn Montgomery

Office Administrator, Legal Department

VS FEB 2 0 1997 Withdr.

/ldm Enclosures 300002087663 -02/14/97--01023--010 *****35.00 *****35.00

APPLICATION BY FOREIGN CORPORATION FOR WITHDRAWAL OF AUTHORITY TO TRANSACT BUSINESS OR CONDUCT AFFAIRS IN FLORIDA

FirstMiss Fertilizer, Inc.

This corporation is no longer transacting business or conducting affairs within the State of Florida and hereby voluntarily surrenders its authority to transact business or conduct affairs in Florida.

This corporation revokes the authority of its registered agent in Florida to accept service on its behalf and appoints the Department of State as its agent for service of process based on a cause of action arising during the time it was authorized to transact business or conduct affairs in Florida.

The following is a current mailing address to which the Department of State may mail a copy of any process against this corporation that may be served on the Department.

Post Office Box 1851

(Mailing Address)

Yazoo City, MS 39194

(City/ State /Zip)

The corporation agrees to notify the Department of State in the future of any change in its mailing address.

President Signature

Title

Charles O. Dunn

February 6, 1997

Typed or printed name

Date