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JACKSONVILLE, FL 32211
(City, State, ZIP)

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***140.00 ***70.00

OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

- _____
(Corporation Name) (Document #)

- Walk in Pick up time _____ Certified Copy
- Mail out Will wait Photocopy Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

NANCY HENDRICKS MAY 18 1995

FILED
95 MAY 17 2 09 PM '95
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Examiner's Initials

ARTICLES OF INCORPORATION

FOR

BIO-AGRILIZER, INC.

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, does hereby adopt the following Articles of Incorporation:

ARTICLE ONE

The name of the corporation is BIO-AGRILIZER, INC.

ARTICLE TWO

The duration of the corporation is perpetual.

ARTICLE THREE

The general purposes for which the corporation is organized are:

1. To engage in the acquisition, marketing and distribution of fertilizer, and to transact any other lawful business for which corporations may be incorporated under the Florida General Corporation Act.
2. To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

ARTICLE FOUR

The corporation is authorized to issue only one class of stock, and all issued stock shall be held of record by not more than thirty (30) persons. Stock will be issued and transferred only to: (1) natural persons, (2) estates, or (3) a trust as described in Title 26, United States Code, Section 1371 defining a qualified "small business corporation". In addition, no stock shall be issued or transferred to a non-resident alien.

ARTICLE FIVE

The aggregate number of shares which the corporation is authorized to issue is six hundred (600). Such shares shall be of a single class, and shall have a par value of One Dollar (\$1.00) each. The shares of stock are to be issued as follows:

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SECRET
TALLAHASSEE, FLORIDA

NAME

SHARES

The DWD Revocable Trust

600

ARTICLE SIX

The street address of the corporation is 6700 Conway Court, Jacksonville, Florida 32256.

ARTICLE SEVEN

The number of directors constituting the initial board of directors of the corporation is one (1). The name, address and title of each person who is to serve as a member of the initial board of directors are:

NAME

ADDRESS

Donald W. Dix, Jr., Vice President, Secretary and Treasurer

P. O. Box 19443
Jacksonville, FL 32245

ARTICLE EIGHT

The name and address of each incorporator are:

NAME

ADDRESS

Donald W. Dix, Jr.

P. O. Box 19443
Jacksonville, FL 32245

ARTICLE NINE

This corporation may be dissolved prior to the time fixed in these Articles of Incorporation by a 51% vote of the stockholders then holding voting capital stock at a meeting of the stockholders called for that purpose, in the manner, not inconsistent with Florida law, set forth in the bylaws, if any. In the event of such dissolution, the affairs of the corporation shall be wound up in the manner provided by the Florida General Corporation Act.

Executed by the undersigned at Jacksonville, Florida on this 10th day of

May, 1995.

WITNESSES

[Signature]
[Signature]

INCORPORATOR:

[Signature]
Donald W. Dix, Jr.

STATE OF FLORIDA
COUNTY OF DUVAL

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State aforesaid and in the County aforesaid to take acknowledgements, personally appeared DONALD W. DIX, JR., to me known to be the person described in and who executed the foregoing instrument and he acknowledged before me that he executed the same.

WITNESS my hand and official seal in the County and State last aforesaid this 10th day of May, 1995.

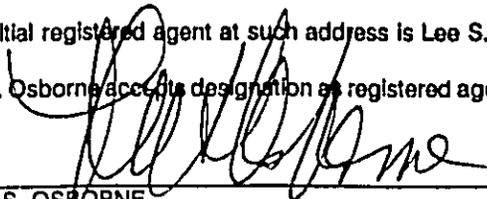
Lisa Troxel
Notary Public, State of Florida
My Commission Expires:
SEAL



INITIAL REGISTERED AGENT OF BIO-AGRILIZER, INC.

The address of the initial registered agent of the corporation is 6825 Lillian Road, Jacksonville, Florida 32211, and the name of its initial registered agent at such address is Lee S. Osborne.

By his signature below, Lee S. Osborne accepts his designation as registered agent of Bio-Agrilizer, Inc.



LEE S. OSBORNE

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA