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FILED

97 JAN 17 AM 9:49

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

January 14, 1997

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Corporate Records Bureau  
Division of Corporations  
Department of State  
P.O. Box 6327  
Tallahassee, FL 32314

Re: Taylor Precision Agricultural Services, Inc.

Dear Sir or Madam:

We are enclosing herewith the original and one copy of the Articles of Incorporation for the above-referenced corporation.

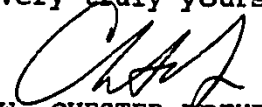
Also enclosed is our check in the amount of \$122.50 to cover the filing fee and a certified copy.

We would appreciate it if you would send to us a certified copy of the Certificate of Incorporation. We have enclosed a self-addressed, stamped envelope for your convenience.

Thank you for your cooperation and prompt attention in regard to the above matter.

Should you have any questions, please feel free to give me a call.

Very truly yours,

  
W. CHESTER BREWER, JR.  
WCBJr/dlr  
Enc.

BH  
1/24/97

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ARTICLES OF INCORPORATION

97 JAN 17 AM 9:49

OF

TAYLOR PRECISION AGRICULTURAL SERVICES, INC.

STATE  
TALLAHASSEE, FLORIDA

(A Corporation for Profit)

The undersigned, desirous of forming a corporation, for profit, under the provisions of Ch. 607.0202(B) of the Florida Statutes, do agree to the following:

ARTICLE I. NAME

The name of the corporation is Taylor Precision Agricultural Services, Inc.

ARTICLE II. DURATION

This corporation shall have perpetual existence.

ARTICLE III. PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV. CAPITAL STOCK

This corporation is authorized to issue 500 shares of \$1.00 per value, common stock.

ARTICLE V. RESTRICTIONS ON STOCK

The capital stock of this corporation shall be issued and transferred pursuant to the provisions of Ch. 607 of the Florida Statutes and other laws of the State of Florida.

ARTICLE VI. INITIAL PRINCIPAL OFFICE

The street and mailing address of the initial principal office of the corporation is 145 Edgewood Drive, West Palm Beach, Florida 33405.

ARTICLE VII. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 250 Australian Avenue South, Suite 1400, West Palm Beach, FL 33401, and the name of the initial registered agent of this corporation at that address is W. Chester Brewer, Jr.

and address of the initial director is as follows:

John B. Taylor, Jr.  
145 Edgewood Drive  
West Palm Beach, FL 33405

ARTICLE IX. INCORPORATOR

The name and address of the person signing these Articles is John B. Taylor, Jr., 145 Edgewood Drive, West Palm Beach, FL 33405.

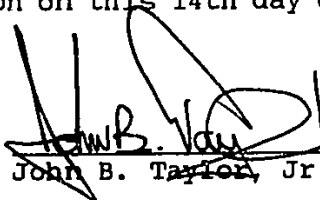
ARTICLE X. BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the shareholders of this corporation.

ARTICLE XI. AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment to them, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on this 14th day of January, 1997.

  
John B. Taylor, Jr.

STATE OF FLORIDA:  
COUNTY OF PALM BEACH:

BEFORE ME, the undersigned authority duly authorized to administer oaths and take acknowledgments, this day personally appeared John B. Taylor, Jr., who first by me being duly sworn, says: That he is the incorporator in the above and foregoing Articles of Incorporation; that he has read the same and has personal knowledge of the above facts and matters contained therein; and that each of these facts and matters are true and correct.

The foregoing instrument was acknowledged before me this 14th day of January, 1997, by John B. Taylor, Jr., who is personally

**ACCEPTANCE OF DESIGNATION AS INITIAL REGISTERED AGENT**

The undersigned, W. Chester Brewer, Jr., having been named to accept service of process for Taylor Precision Agricultural Services, Inc., the above stated corporation, at the place designated in these Articles of Incorporation, does hereby agree to act in this capacity, and further agrees to comply with the provisions of all statutes relative to the proper and complete performance of his duties as Registered Agent. I am familiar with and accept the duties and responsibilities as registered agent for said corporation.

DATED this 14th day of January, 1997.



W. Chester Brewer, Jr. as  
Registered Agent

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STATE  
TALLAHASSEE, FLORIDA