



FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 NOV 19 PM 2:39

November 17, 1997

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

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-11/19/97--01021--006
****122.50 ****122.50

SUBJECT: Florida Citrus Production Inputs, Inc.

Enclosed please find an original and one (1) copy of the articles of incorporation for the above corporation and our check in the amount of \$122.50 to cover the filing fee, designation of registered agent, and one certified copy.

Please mail the certified copy to the undersigned at the address shown hereon.

Sincerely yours,

Mary D. Fort
Secretary

ARTICLES OF INCORPORATION
OF
FLORIDA CITRUS PRODUCTION INPUTS, INC.

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The undersigned subscriber to these Articles of Incorporation hereby forms a corporation under the Florida General Corporation Act.

ARTICLE I

The name of this corporation is Florida Citrus Production Inputs, Inc.

ARTICLE II

This corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE III

The initial street address of the principal office of this corporation in the State of Florida is 5916 State Road 540, Waverly, Florida 33877, and its mailing address at such office is Post Office Box K, Waverly, Florida 33877. The name of the initial registered agent at such address is Wally Houk.

ARTICLE IV

This corporation shall have perpetual existence unless sooner dissolved in the way and manner provided by law.

ARTICLE V

The affairs of this corporation shall be managed by a Board of not less than three (3) directors. When a vacancy on the Board of Directors occurs other than by expiration of a term, the remaining members of the Board, by a majority vote, shall fill the vacancy.

ARTICLE VI

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is one thousand (1,000) shares of common stock having a par value of \$1.00 per share.

ARTICLE VII

The name and street address of the person signing the Articles of Incorporation as subscriber is Charles M. Sanders, Jr., 1485 50th Court, Vero Beach, Florida 32966.

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ARTICLE VIII

The undersigned, an individual resident of the State of Florida, whose business office is identical with the business office of this corporation, does hereby state that he accepts appointment as Registered Agent for this corporation, and that he is familiar with and accepts the obligations of the position.

Wally Houk (Seal)
Wally Houk

ARTICLE IX

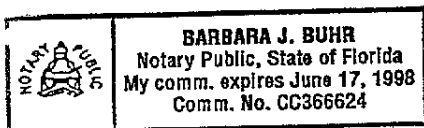
The board of directors shall have the power to adopt, alter, amend or repeal bylaws of this corporation.

In witness whereof, the undersigned executed these Articles of Incorporation this 13th day of November, 1997.

Charles M. Sanders, Jr. (Seal)
Charles M. Sanders, Jr.

State of Florida
County of Indian River

The foregoing instrument was acknowledged before me this 13 day of November, 1997 by Charles M. Sanders, Jr., who is personally known to me.



Barbara J. Buhr
Notary Public