

No. C 101831

Due no later than April 30, 2005  
Annual Report Form

Return to:

SECRETARY OF STATE  
700 WEST JEFFERSON  
PO BOX 83720  
BOISE, ID 83720-0080

## 1. Mailing Address - Correct in this box, if applicable

AGRIUM U.S. INC.  
4582 S. ULSTER ST. STE 1700  
DENVER, CO 80237

## 2. Registered Agent and Office NO PO BOX

CT CORPORATION SYSTEM  
300 N 6TH ST  
BOISE, ID 83701NO FILING FEE IF  
RECEIVED BY DUE DATE

## 3. New Registered Agent Signature

## 4. Corporations: Enter Names and Business Addresses of President, Secretary and Directors.

Office held	Name	Street or P.O. Address	City	State	Zip
President	Richard L. Gearheard	4582 S. Ulster St., Suite 1700	Denver	CO	80237
V.P. General Counsel & Corp.					
Secretary	Leslie O'Donoghue	13131 Lake Fraser Dr. S.E., Calgary	AB	T2J 7E8	
Director	Richard L. Gearheard	4582 S. Ulster St., Suite 1700	Denver	CO	80237
Director	Randy N. Orgill	3705 Beechwood Avenue, Fresno	CA	93715-1168	
Director	Michael M. Wilson	13131 Lake Fraser Dr. S.E., Calgary	AB	T2J 7E8	

SEE ATTACHED SCHEDULE "1"

## 5. Organized Under the Laws of:

COLORADO  
C 101831

6.

Signature



Date April 5, 2005

Name (Typed or Printed)

Gary J. Daniel

Assistant Corp.

Title Secretary

Issued 02/01/2005

Do Not Tape or Staple

200504002697

SCHEDULE "1"

**AGRIUM U.S. INC.**

<b>DATE OF INCORPORATION</b>	February 10, 1993	
<b>INCORPORATING JURISDICTION</b>	Colorado	
<b>CORPORATE EIN #:</b>	91-1589568	
<b>SHAREHOLDERS:</b>	3631591 Canada Ltd.	
<b>DIRECTORS:</b>	Michael M. Wilson* Richard L. Gearheard** Randy N. Orgill***	
<b>OFFICERS:</b>	Richard L. Gearheard**  Bruce G. Waterman*  Dorothy E.A. Bower*  Gary J. Daniel* Patrick J. Freeman* James M. Grossett* William C. McClung* Gordon R. Miller****  Leslie O'Donoghue*  Randy N. Orgill*** Matthew J. Smith** Thomas E. Warner*****  John D. Yokley*	President & Chief Executive Officer Senior Vice President, Finance & Chief Financial Officer Vice President, Strategic Development & Planning Assistant Corporate Secretary Vice President & Treasurer Vice President, Human Resources Vice President, Operations Vice President, West Region Operations Vice President, General Counsel & Corporate Secretary Assistant Corporate Secretary Vice President Vice President, East Region Operations Vice President, Marketing & Distribution
<b>PRINCIPAL PLACE OF BUSINESS:</b>	4582 S. Ulster St., Suite 1700, Denver, CO 80237	
<b>REGISTERED AGENT:</b>	C.T. Corporation	
<b>REGISTERED ADDRESS:</b>	1675 Broadway, Denver, CO 80202	

*	Located at 13131 Lake Fraser Drive S.E., Calgary, AB, Canada T2J 7E8
**	Located at 4582 S. Ulster St., Suite 1700, Denver, CO 80237
***	Located at 3705 Beechwood Avenue, Fresno, CA 93715-1168
****	Located at 2787 W. Bullard Ave., Suite 101, Fresno, CA 93711
*****	Located at 2084 Windish Dr., Galesburg, IL 61401

*As of September, 2004*