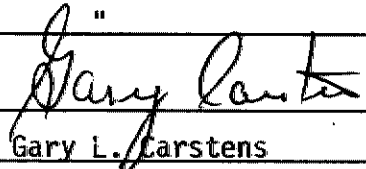


No. C101831	Annual Report Form 1997 Due No Later Than November 30,	2. Registered Agent and Office NOT A P.O. BOX
Return to: SECRETARY OF STATE 700 WEST JEFFERSON PO BOX 83720 BOISE, ID 83720-0080 NO FEE REQUIRED	1. Mailing Address - Please Correct, If Not Correct AGRIUM U.S. INC. 4582 S. ULSTER ST. STE 1400 DENVER CO 80237	CT CORPORATION SYSTEM 300 N 6TH ST BOISE ID 83701
** FINAL NOTICE **		3. Organized Under the Laws of: CO C101831

4. Corporations: Enter Names and Business Addresses of **President, Secretary and Directors** Also see attached.
Limited Liability Companies: Enter Names and Addresses of ☐ Managers or ☐ Members (check one)

Office held	Name	Street or P.O. Address	City	State	Zip
Director	John Van Brunt	#426, 10333 Southport Rd SW	Calgary, Alberta	CA	T2W3X6
Director	Dorothy E. A. Bower	" "	"	"	"
Director	Gordon A. Milne	" "	"	"	"
Director	Gary L. Carstens	4582 S. Ulster St., Suite 1400	Denver, Colorado		80237
Director	Richard L. Gearheard	" "	"	"	"
Director	Michael Klein	#426, 10333 Southport Rd SW	Calgary, Alberta	CA	T2W3X6
President	John Van Brunt	" "	"	"	"
Secretary	Dorothy E. A. Bower	" "	"	"	"
Sr. Vice Pres	Gary L. Carstens	" "	"	"	"

5. 6.

Signature 	Date <u>October 15, 1997</u>
Name (Typed or Printed) <u>Gary L. Carstens</u>	Title <u>Sr. Vice President</u>

ISSUED: 10-04-1997

↓ DO NOT TAPE OR STAPLE ↓

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AGRIUM U.S. INC.
DIRECTORS & OFFICERS

A Colorado Corporation - 93/02/10
A wholly owned subsidiary of Agrium Inc.

EIN# 91-1589568

Directors: John Van Brunt
 Dorothy E. A. Bower
 Gary L. Carstens
 Michael Klein
 Richard L. Gearheard
 Gordon A. Milne

Officers:	John Van Brunt *	President
	Dorothy E. A. Bower *	Vice President, General Counsel & Secretary
	Gary L. Carstens **	Senior Vice President, North American Wholesale
	Ian H. Noble *	Vice President, Business Development
	Richard L. Gearheard **	Vice President, North American Retail
	Gordon A. Milne *	Vice President, Finance
	Michael Klein *	Vice President, Human Resources & Admin.
	Patrick J. Freeman *	Treasurer

Registered Agent: CT Corporation System

Registered Address: 300 North 6th Street
 Boise, Idaho 83701

* Located at #426, 10333 Southport Road S.W., Calgary, Alberta, Canada T2W 3X6

** Located at 4582 S. Ulster St., Suite 1400, Denver, CO 80237