

# State of Idaho

## Department of State

### CERTIFICATE OF INCORPORATION OF

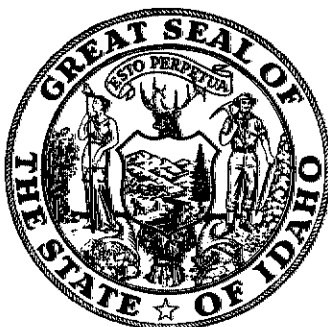
EARTH CHEM, INC.

File number C 110497

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of the above named corporation, duly signed pursuant to the provisions of the Idaho Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Incorporation and attach hereto a duplicate original of the Articles of Incorporation.

Dated: May 8, 1995



*Pete T. Cenarrusa*  
SECRETARY OF STATE

By *Shirley R. Rios*

ARTICLES OF INCORPORATION

OF

EARTH CHEM, INC.

RECEIVED  
SEC. OF STATE

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The undersigned, acting as incorporators of a corporation under the Idaho Business Corporation Act, adopts the following Articles of Incorporation for such corporation:

FIRST: The name of the corporation is EARTH CHEM, INC.

SECOND: The period of its duration is perpetual.

THIRD: The purpose or purposes for which the corporation is organized is to carry on all lawful business, as provided by the Idaho Business Corporation Act, including sales, marketing and merchandising of agricultural products.

FOURTH: The aggregate number of shares which the corporation shall have authority to issue is 10,000 shares with no par value.

FIFTH: Provisions denying preemptive rights are: None.

SIXTH: Provisions for the regulation of the internal affairs of the corporation are: None.

SEVENTH: The address of the initial registered office of the corporation is 717 7th Street, Rupert, Idaho, 83350, and the name of its initial registered agent at such address is Rick Bollar.

EIGHTH: The number of directors constituting the initial board of directors of the corporation is two (2), and directors until the first annual meeting of shareholders or until their successors are elected and shall qualify are:

<u>Name</u>	<u>Address</u>
J. Kevin Loucks	201 Pompton Avenue Pompton Lakes, NJ 07442
Diana L. Loucks	201 Pompton Avenue Pompton Lakes, NJ 07442

NINTH: The name and address of each incorporator and initial share(s) of stock issued are:

<u>Name</u>	<u>Address</u>	<u>Share</u>
J. Kevin Loucks	201 Pompton Avenue Pompton Lakes, NJ 07442	50%

Diana L. Loucks

201 Pompton Avenue  
Pompton Lakes, NJ 07442

50%

DATED this 25<sup>th</sup> day of April, 1995.

J. Kevin Loucks  
J. Kevin Loucks

Diana L. Loucks  
Diana L. Loucks

STATE OF New Jersey)  
County of Passaic) ss.

On this 25<sup>th</sup> day of April, in the year of 1995, before me the undersigned notary public in and for said state, personally appeared J. KEVIN LOUCKS and DIANA L. LOUCKS, known or identified to me to be the persons whose names are subscribed to the within instrument and acknowledged to me that they executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the day and year first above written.

(SEAL)

Mary Beth Morton  
Notary Public  
Residing at 7 Sunset Rd. P.O. NJ  
My Commission expires 5-14-97

MARY BETH MORTON  
NOTARY PUBLIC OF NEW JERSEY  
MY COMMISSION EXPIRES MAY 14, 1997