Entered for taxation 24th day
of October A D 2013
Carla K. Becker Auditor
By D Hilderbrand Deputy

Recorded: 10/23/2013 at 3:41:49.0 PM
Fee Amount: $102.00
Revenue Tax: $0.00
Delaware County, Iowa
DEBORAH PEYTON, RECORDER
BK: 2013 PG: 3358

chg

Legal Description on Page 4

QUITCLAIM DEED
Recorder's Cover Sheet

Preparer Information:
Treasa J. Burke, Faegre Baker Daniels, LLP, 1700 Lincoln Street, Suite 3200, Denver, Colorado 80203. Phone: (303) 607.3500

Taxpayer Information:
Crop Production Services, Inc.
3005 Rocky Mountain Avenue
Loveland, CO 80538

Return Document To:
Crop Production Services, Inc.
3005 Rocky Mountain Avenue
Loveland, CO 80538

Grantors:
Gavilon Fertilizer, LLC, a Delaware limited liability company, successor in interest to Cropmate Company, a Nebraska corporation

Grantee:
Crop Production Services, Inc., a Delaware corporation

Legal Description: See attached.

Document or Instrument Number of previously recorded document: Book 131, Page 135

EXEMPT TRANSFER – THIS CONVEYANCE IS EXEMPT FROM THE REAL ESTATE TRANSFER TAX AND DECLARATION OF VALUE REQUIREMENT PURSUANT TO IOWA CODE SECTION 428A.1 AS A TRANSFER FOR NO CONSIDERATION AND 428A.2(21) AS A TRANSFER IN WHICH THE CONSIDERATION IS $500 OR LESS. THIS CONVEYANCE IS ALSO EXEMPT FROM THE GROUNDWATER HAZARD STATEMENT REQUIREMENT PURSUANT TO IOWA CODE SECTION 558.69. EXEMPT FROM PRIVATE SEWAGE DISPOSAL INSPECTION PURSUANT TO IOWA CODE SECTION 455B.172(11)(a)(11).

QUITCLAIM DEED
(Corporate Grantor)

For the consideration of Ten Dollars and other valuable consideration, the receipt and sufficiency of which are hereby acknowledged: GAVILON FERTILIZER, LLC, a Delaware limited liability company, successor in interest to Cropmate Company, a Nebraska corporation, as evidenced by the corporate documentation attached hereto as Exhibit "B" does hereby quitclaim to CROP PRODUCTION SERVICES, INC., a Delaware corporation, the following described real estate in Delaware County, Iowa:

See the legal description attached hereto as Exhibit "A"

with all its appurtenances.

[Signature Page Follows.]

Dated: September 16th, 2013

By:

Gavilon Fertilizer, LLC,
a Delaware limited liability company;
successor in interest to Cropmate Company, a Nebraska corporation

By: _____
Name: Jim Anderson
Its: COO, Fertilizer

STATE OF NEBRASKA)
) SS.
COUNTY OF DOUGLAS)

This instrument was acknowledged before me on this 16th day of September, 2013, by Jim Anderson as the COO, Fertilizer of Gavilon Fertilizer, LLC, a Delaware limited liability company, successor in interest to Cropmate Company, a Nebraska corporation.

_____
Notary Public

GENERAL NOTARY - State of Nebraska
AMBER K. ROBERTS
My Comm. Exp. July 30, 2014

Exhibit A
Legal Description

Parcel I, being Part of the Northwest Quarter (NW1/4) and part of the Northeast Quarter (NE1/4) all in Section Nineteen (19), Township Eighty-seven North (T87N), Range Three West (R3W) of the Fifth Principal Meridian. Delaware County, Iowa, as shown on Plat of Survey recorded August 13, 2010 in Book 2010, Page 2466, and more particularly described by metes and bounds as follows:

COMMENCING at the North Quarter (N1/4) corner of Section Nineteen (19), Township Eighty-seven North (T87N), Range Three West (R3W) of the Fifth Principal Meridian, Delaware County, Iowa;

Thence South 00°41'25" East 788.60 feet along the East line of the Northeast Quarter (NE1/4) of the Northwest Quarter (NW1/4) of said Section Nineteen (19) to the Point of Beginning, said point also being on the Southerly right of way line of Iowa Highway No. 38;

Thence North 39°23'29" West 407.57 feet along said Southerly right of way line;

Thence South 50°38'49" West 73.00 feet;

Thence North 39°23'29" West 204.11 feet;

Thence South 28°06'12" West 255.21 feet to the Northerly right of way line of 310th Street;

Thence South 64°56'11" East 200.00 feet along said Northerly right of way line of 310th Street;

Thence South 24°16-14" West 33.00 feet to the centerline of said 310th Street;

Thence South 64°56"09" East 584.63 feet along said centerline of 310th Street to the Intersection point of the Southerly right of way line of Iowa Highway No. 38;

Thence North 39°23'29" West 208.53 feet along said Southerly right of way line of Iowa Highway No. 38 to the POINT OF BEGINNING.

The East line of the Northwest Quarter (NW1/4) of Section Nineteen (19). Township Eighty-seven North (T87N), Range Three West (R3W) of the Fifth Principal Meridian of Delaware County, Iowa is assumed to bear South 00°41'25" East.

Exhibit "B"

Corporate Documentation

Annex A

JUN 20 1988

STATE OF NEBRASKA } ss
SECRETARY'S OFFICE }

91901

Received and filed for record and recorded on film roll 20 at page 1161

ARTICLES OF AMENDMENT

OF

THE CHEMICAL COMPANY

THE CHEMICAL COMPANY, a body corporate of the State of Nebraska, having its principal office in Omaha, Nebraska (hereinafter called "Corporation"), hereby certifies to the Secretary of State that:

1. The Articles of Incorporation, dated September 13, 1983, are hereby amended by changing the name of the Corporation from THE CHEMICAL COMPANY to CONAGRA FERTILIZER COMPANY.

2. The Board of Directors of the Corporation, at a meeting duly convened and held on May 31, 1988, adopted a resolution which set forth the foregoing amendment to the Articles, declaring that such amendment to the Articles was advisable, and directing that it be submitted for action thereon at a special meeting of the stockholders of the Corporation held on May 31, 1988.

3. Notice of such amendment was waived by all of the stockholders, and the amendment of the Articles of the Corporation, as hereinabove set forth, was approved unanimously by the stockholders of the Corporation at such meeting, such vote being an affirmative vote of all issued and outstanding common stock of the Corporation entitled to vote on such amendment. Said corporation has 1,520,00 shares of stock issued and outstanding entitled to vote.

4. The amendment of the Articles of the Corporation, as hereinabove set forth, has been duly advised by the Board of Directors and approved by the stockholders of the Corporation.

1161

IN WITNESS WHEREOF, THE CROPMATE COMPANY, a body corporate, has caused these articles to be signed in its name and on its behalf by its vice president, and attested by its assistant secretary this 3rd day of June, 1958.

THE CROPMATE COMPANY

John J. Dill

JOHN J. DILL, Vice president

ATTEST:

Dorothy Young

DOROTHY YOUNG, Assistant Secretary

1162

Delaware

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF OWNERSHIP, WHICH MERGES:

"CONAGRA FERTILIZER COMPANY", A NEBRASKA CORPORATION,

WITH AND INTO "CONAGRA INTERNATIONAL FERTILIZER COMPANY"

UNDER THE NAME OF "CONAGRA INTERNATIONAL FERTILIZER COMPANY", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-FOURTH DAY OF SEPTEMBER, A.D. 2004, AT 2:02 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF OWNERSHIP IS THE TWENTY-SIXTH DAY OF SEPTEMBER, A.D. 2004, AT 11:59 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

2115434 8100M

040692714

AUTHENTICATION: 3377274

DATE: 09-28-04

State of Delaware
Secretary of State
Division of Corporations
Delivered 01:55 PM 09/24/2004
FILED 02:02 PM 09/24/2004
SRV 040692714 - 2115434 FILE

CERTIFICATE OF OWNERSHIP AND MERGER

MERGING

CONAGRA FERTILIZER COMPANY
(A Nebraska Corporation)

INTO

CONAGRA INTERNATIONAL FERTILIZER COMPANY
(A Delaware Corporation)

It is hereby certified that:

1. **CONAGRA INTERNATIONAL FERTILIZER COMPANY** (hereinafter sometimes referred to as the "Corporation") is a business corporation of the State of Delaware.

2. The Corporation is the owner of all of the outstanding shares of each class of stock of **CONAGRA FERTILIZER COMPANY**, which is a business corporation of the State of Nebraska.

3. The laws of the jurisdiction of organization of **CONAGRA FERTILIZER COMPANY** permits the merger of a business corporation of that jurisdiction with a business corporation of another jurisdiction.

4. The Corporation hereby merges **CONAGRA FERTILIZER COMPANY** into the Corporation.

5. Set forth below is a copy of the resolution adopted on September 22, 2004, by the Board of Directors of the Corporation to merge the said **CONAGRA FERTILIZER COMPANY** into the Corporation:

> "**RESOLVED**, that ConAgra Fertilizer Company is a wholly owned subsidiary of ConAgra International Fertilizer Company, and shall be merged with and into ConAgra International Fertilizer Company in accordance with the Delaware Corporation Law and the Nebraska Business Corporation Act. The issued shares of ConAgra Fertilizer Company shall not be converted in any manner, but each said share which is issued as of the effective date of the merger shall be surrendered and extinguished. The merger shall be effective as of 11:59 p.m. on September 26, 2004."

6. The merger shall be effective as of 11:59 p.m. on September 26, 2004.

DATED: September 23, 2004.

CONAGRA INTERNATIONAL FERTILIZER COMPANY

By: Debra L. Keith
Debra L. Keith, Vice President, Tax

NE Sec of State - CORP RD
Pgs: 3
TERRA FERTILIZER COMPANY
09/24/2004 01:37 PM

ARTICLES OF MERGER

OF

CONAGRA FERTILIZER COMPANY

AND

CONAGRA INTERNATIONAL FERTILIZER COMPANY

To the Secretary of State
State of Nebraska

Pursuant to the provisions of the Business Corporation Act of the State of Nebraska governing the merger of a domestic wholly-owned subsidiary business corporation into its foreign parent business corporation, the foreign parent business corporation hereinafter named does hereby adopt the following articles of merger.

1. The name of the subsidiary corporation, which is a business corporation organized under the laws of the State of Nebraska, and which is subject to the provisions of the Business Corporation Act of the State of Nebraska, is ConAgra Fertilizer Company.

2. The name of the parent corporation, which is a business corporation organized under the laws of the State of Delaware, is ConAgra International Fertilizer Company.

3. The number of outstanding shares of ConAgra Fertilizer Company is 1,520,000 (1,500,000 Class A; 20,000 Class B) and all of which are owned by ConAgra International Fertilizer Company.

4. The following is the Plan of Merger for merging ConAgra Fertilizer Company into ConAgra International Fertilizer Company as approved by resolution of the Board of Directors of ConAgra International Fertilizer Company. Approval by the shareholders was not required.

> "1. ConAgra International Fertilizer Company, which is a business corporation of the State of Delaware and is the parent corporation and the owner of all of the outstanding shares of ConAgra Fertilizer Company which is a business corporation of the State of Nebraska and the subsidiary corporation, hereby merges ConAgra Fertilizer Company into ConAgra International Fertilizer Company pursuant to the provisions of the Business Corporation Act of the State of Nebraska and pursuant to the provisions of the laws of the jurisdiction of organization of ConAgra International Fertilizer Company.
>
> 2. The separate existence of ConAgra Fertilizer Company shall

cease at the effective time and date of the merger pursuant to the provisions of the Business Corporation Act of the State of Nebraska; and ConAgra International Fertilizer Company shall continue its existence as the surviving corporation pursuant to the provisions of the laws of the jurisdiction of its organization.

3. The issued shares of ConAgra Fertilizer Company shall not be converted in any manner, but each said share which is issued at the effective time and date of the merger shall be surrendered and extinguished.

4. The Board of Directors and the proper officers of ConAgra International Fertilizer Company are hereby authorized, empowered, and directed to do any and all acts and things, and to make, execute, deliver, file, and/or record any and all instruments, papers, and documents which shall be or become necessary, proper, or convenient to carry out or put into effect any of the provisions of this Plan of Merger or of the merger herein provided for.

5. The merger shall be effective as of 11:59 p.m. Central time on September 26, 2004. "

5. ConAgra International Fertilizer Company is the owner of all of the issued shares of ConAgra Fertilizer Company, and ConAgra International Fertilizer Company waived the mailing of a copy of the Plan of Merger.

6. The laws of the jurisdiction of organization of ConAgra International Fertilizer Company permit a merger of a wholly-owned subsidiary business corporation of another jurisdiction into a parent business corporation of the jurisdiction of organization of ConAgra International Fertilizer Company; and the merger of ConAgra Fertilizer Company into ConAgra International Fertilizer Company is in compliance with the laws of the jurisdiction of organization of ConAgra International Fertilizer Company.

7. The effective time and date of the merger herein provided for in the State of Nebraska shall be at 11:59 p.m. Central time on September 26, 2004.

Executed on September 23, 2004.

CONAGRA INTERNATIONAL
FERTILIZER COMPANY

By: Debra L. Keith
Debra L. Keith, Vice President, Tax

CONAGRA FERTILIZER COMPANY

By: Debra L. Keith
Debra L. Keith, Vice President, Tax

Delaware

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF CONVERSION OF A DELAWARE CORPORATION UNDER THE NAME OF "CONAGRA INTERNATIONAL FERTILIZER COMPANY" TO A DELAWARE LIMITED LIABILITY COMPANY, CHANGING ITS NAME FROM "CONAGRA INTERNATIONAL FERTILIZER COMPANY" TO "CONAGRA INTERNATIONAL FERTILIZER COMPANY, LLC", FILED IN THIS OFFICE ON THE SIXTEENTH DAY OF JUNE, A.D. 2008, AT 5:20 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF CONVERSION IS THE SIXTEENTH DAY OF JUNE, A.D. 2008, AT 11:57 O'CLOCK P.M.

2115434 8100V

080697436

You may verify this certificate online at corp.delaware.gov/authver.shtml

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6664609

DATE: 06-17-08

State of Delaware
Secretary of State
Division of Corporations
Delivered 05:17 PM 06/16/2008
FILED 05:20 PM 06/16/2008
SRV 080697436 - 2115494 FILE

CERTIFICATE OF CONVERSION

OF

CONAGRA INTERNATIONAL FERTILIZER COMPANY

FROM A DELAWARE CORPORATION

TO A DELAWARE LIMITED LIABILITY COMPANY

PURSUANT TO SECTION 18-214 OF THE DELAWARE LIMITED LIABILITY COMPANY ACT

1. The jurisdiction where the corporation first formed is Delaware.

2. The name of the corporation immediately prior to filing this Certificate is ConAgra International Fertilizer Company.

3. The original Certificate of Incorporation was filed with the Delaware Secretary of State on January 21, 1987.

4. The original name of the corporation as set forth in the Certificate of Incorporation is ConAgra International Fertilizer Company.

5. The name of the limited liability company into which the corporation shall be converted as set forth in the Certificate of Formation is CONAGRA INTERNATIONAL FERTILIZER COMPANY, LLC.

6. The conversion of the corporation into a Delaware limited liability company has been approved in accordance with the provisions of Section 18-214 of the Delaware Limited Liability Company Act and Section 266 of the Delaware General Corporation Law.

7. The conversion shall become effective at 11:57 p.m. on June 16, 2008.

IN WITNESS WHEREOF, the undersigned has executed this Certificate on the 16th day of June, 2008.

CONAGRA INTERNATIONAL FERTILIZER COMPANY

By: _____
Leo A. Knowles, Vice President

Delaware

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "CONAGRA INTERNATIONAL FERTILIZER COMPANY, LLC", CHANGING ITS NAME FROM "CONAGRA INTERNATIONAL FERTILIZER COMPANY, LLC" TO "GAVILON FERTILIZER, LLC", FILED IN THIS OFFICE ON THE EIGHTEENTH DAY OF JUNE, A.D. 2008, AT 1:17 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF AMENDMENT IS THE EIGHTEENTH DAY OF JUNE, A.D. 2008, AT 11:56 O'CLOCK P.M.

2115434 8100

080704861

You may verify this certificate online at corp.delaware.gov/authver.shtml

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6669227

DATE: 06-18-08

State of Delaware
Secretary of State
Division of Corporations
Delivered 01:33 PM 06/18/2008
FILED 01:17 PM 06/18/2008
SRV 080704861 - 2115434 FILE

CERTIFICATE OF AMENDMENT

OF

CERTIFICATE OF FORMATION

OF

CONAGRA INTERNATIONAL FERTILIZER COMPANY, LLC

IT IS HEREBY CERTIFIED THAT:

1. The name of the limited liability company (hereinafter called the "company") is ConAgra International Fertilizer Company, LLC.

2. The Certificate of Formation of the company is hereby amended by striking out Section 1 thereof and by substituting in lieu of said Section the following new Section:

"1. The name of the limited liability company is: GAVILON FERTILIZER, LLC"

3. The Amendment of the Certificate of Formation herein certified has been duly adopted in accordance with the provisions of Sections 202, 302 and 402 of the Limited Liability Company Act of the State of Delaware.

4. This Certificate of Amendment shall become effective at 11:56 p.m. on June 18th, 2008.

IN WITNESS WHEREOF, the undersigned authorized person of the Company has caused this Certificate of Amendment to be duly executed as of the 6th day of June, 2008.

FERRELLGAS I, L.L.C., Member/Authorized Person

By: _____
Leo A. Knowles, Vice President