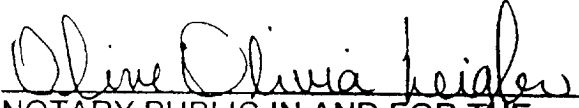


STATE OF MISSISSIPPI §
 §
COUNTY OF YAZOO §

This instrument was acknowledged before me on this 25th day of
July, 2000, by Timothy A. Dawson,
Vice President & Treasurer of Mississippi Potash, Inc.,
a Mississippi corporation.

My Commission Expires:

My Commission Expires
July 14, 2001



NOTARY PUBLIC IN AND FOR THE
STATE OF Mississippi