

# F08000002950

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

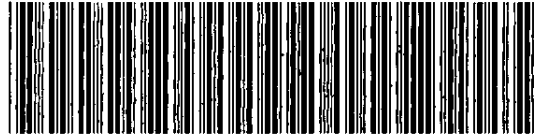
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

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06/16/08--01011--009 \*\*78.50

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2008 JUL -1 PM 12:57

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

cd 7-2

## COVER LETTER

**TO:** New Filing Section  
Division of Corporations

**SUBJECT:** The Andersons, Inc.

(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida," "Certificate of Existence," and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Catherine M. White

(Name of Person)

The Andersons, Inc.

(Firm/Company)

480 West Dussel Drive, PO Box 119

(Address)

Maumee, Ohio 43537

(City/State and Zip code)

For further information concerning this matter, please call:

Catherine M. White

(Name of Person)

at ( 419 ) 891-2934

(Area Code & Daytime Telephone Number)

**STREET/COURIER ADDRESS:**

New Filing Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

**MAILING ADDRESS:**

New Filing Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

Enclosed is a check for the following amount:

☐ \$70.00 Filing Fee

☒ \$78.75 Filing Fee &  
Certificate of Status

☐ \$78.75 Filing Fee &  
Certified Copy

☐ \$87.50 Filing Fee,  
Certificate of Status &  
Certified Copy



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

June 16, 2008

CATHERINE M. WHITE  
480 W. DUSSEL DR., PO BOX 119  
MAUMEE, OH 43537

SUBJECT: THE ANDERSONS, INC.  
Ref. Number: W08000029130

We have received your document for THE ANDERSONS, INC. and your check(s) totaling \$78.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name of your corporation is not available in Florida. An out-of-state corporation whose name is not available must adopt an alternate corporate name for use in Florida. The alternate corporate name must contain "Incorporated," "Company," "Corporation," "Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp." Please enter the alternate corporate name in the space provided in number one of the application.

Simply adding "of Florida" or "Florida" to the end of a name is not acceptable.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6047.

Carolyn Lewis  
Regulatory Specialist II

Letter Number: 508A00036728



**The Andersons, Inc.**

P.O. Box 119 • Maumee, Ohio 43537 • 419/893/5050

July 1, 2008

Carolyn Lewis  
Regulatory Specialist II  
Florida Department of State  
Division of Corporations  
PO Box 6327  
Tallahassee, FL 32314

Re: Application by Foreign Corporation for Authorization to  
Transact Business in Florida – The Andersons, Inc.  
Ref. Number: W08000029130

Dear Ms. Lewis,

Thank you for your letter of June 16, 2008 in which you indicate that the name THE ANDERSONS, INC. is not available in Florida. In order to correct our application, enclosed please find:

1. Your letter of June 16, 2008;
2. A revised Application by Foreign Corporation for Authorization to Transact Business in Florida, with the alternate name "The Ohio Andersons, Inc." entered at line 1; and
3. A certified resolution of the Board of Directors of The Andersons, Inc. adopting "The Ohio Andersons, Inc." as an alternate name.

Please do not hesitate to contact me if I can provide additional information.

Sincerely,

Catherine M. White  
Corporate Counsel  
[cathy\\_white@andersonsinc.com](mailto:cathy_white@andersonsinc.com)  
419-891-2934

Enclosures

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT  
BUSINESS IN FLORIDA**

*IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO  
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.*

1. The Andersons, Inc.

(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION,"  
"Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

The Ohio Andersons, Inc.

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. Ohio

(State or country under the law of which it is incorporated)

3. #34-1562374

(FEI number, if applicable)

4. 8/19/1987

(Date of incorporation)

5. Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. Upon qualification

(Date first transacted business in Florida, if prior to registration)  
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 480 West Dussel Drive, Maumee, Ohio 43547

(Principal office address)

PO Box 119, Maumee, Ohio 43537

(Current mailing address)

8. Manufacture, distribution, and sale of fertilizer products and any other lawful business in the state of Florida

(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)

Name: NRAI Services, Inc.

Office Address: 2731 Executive Park Dr., Ste 4

Weston, Florida 33331

(City)

(Zip code)

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

10. **Registered agent's acceptance:**

*Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.*

NRAI Services, Inc.

Jill Probst Asst. Secretary  
(Registered agent's signature) Jill Probst

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

FILED

12. Names and business addresses of officers and/or directors:

**A. DIRECTORS**

Chairman: See attached addendum

2008 JUL -1 PM 12:57

Address: \_\_\_\_\_

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Vice Chairman: \_\_\_\_\_

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

**B. OFFICERS**

President: See attached addendum

Address: \_\_\_\_\_

Vice President: \_\_\_\_\_

Address: \_\_\_\_\_

Secretary: \_\_\_\_\_

Address: \_\_\_\_\_

Treasurer: \_\_\_\_\_

Address: \_\_\_\_\_

**NOTE:** If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. 

(Signature of Director or Officer listed in number 12 of the application)

14. Naran U. Burchinow, Secretary and Vice President

(Typed or printed name and capacity of person signing application)

All Officers' Business Address is:  
**480 West Dussel Drive  
Maumee, OH 43537**

**THE ANDERSONS, INC.**

Effective as of 5/2/2008

**OFFICERS:**

Dennis J. Addis	- President, Plant Nutrient Group
Daniel T. Anderson	- President, Retail Group
Michael J. Anderson	- President and Chief Executive Officer
Richard P. Anderson	- Chairman
Naran U. Burchinow	- Vice President, General Counsel & Secretary
Dale W. Fallat	- Vice President, Corporate Services
Charles E. Gallagher	- Vice President, Human Resources
Richard R. George	- Vice President, Corporate Controller/CIO
Harold M. Reed	- President, Grain & Ethanol Group
Rasesh H. Shah	- President, Rail Group
Gary Smith	- Vice President, Finance and Treasurer
Tamara S. Sparks	- Vice President, Corporate Business & Financial Analysis


**DIRECTORS:**

Michael J. Anderson	480 W. Dussel Drive, Maumee, OH 43537
Richard P. Anderson	480 W. Dussel Drive, Maumee, OH 43537
Catherine M. Kilbane	29644 Lake Road, Bay Village, OH 44144
Robert J. King, Jr.	5 Daisy Lane, Pepper Pike, OH 44124
Paul M. Krause	1833 S. Holland-Sylvania Rd., Maumee, OH 43537
Ross W. Manire	665 Plum Tree Road, Glenn Ellyn, IL 60137
Donald L. Mennel	3020 Stuart Road, Fostoria, OH 44830
David L. Nichols	P. O. Box 6390, Jackson, WY 83002
Dr. Sidney A. Ribeau	700 S. Wintergarden, Bowling Green, OH 43402
Charles A. Sullivan	2120 West 117 <sup>th</sup> Street, Leawood, KS 66211
Jacqueline F. Woods	37110 Wexford Drive, Solon, OH 44139

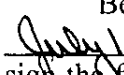
**CERTIFICATION**

The undersigned, being the Secretary and custodian of the official records of The Andersons, Inc., a corporation duly organized under the laws of the state of Ohio, does hereby certify that the attached is a true and accurate copy of Resolutions adopted by the board of directors of The Andersons, Inc., at a meeting of the directors held on December 20, 1996, where a quorum was present, and that the provisions of the Resolutions have not been amended in any manner.

THE ANDERSONS, INC., an Ohio corporation

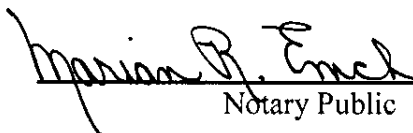
By:   
Naran U. Burchinow, Secretary

STATE OF OHIO                    )  
COUNTY OF LUCAS            ) ss:

Before me, a notary public, personally appeared Naran U. Burchinow, on , 2008, in his capacity as Secretary of The Andersons Inc., and did sign the foregoing Certification on behalf of The Andersons, Inc., as his and its free act and deed.

(SEAL)



  
Notary Public

My Commission Expires: 1-19-2009

**MARIANNE R. EMCH**  
Notary Public, State of Ohio  
Commission Expires 1-19-2009



**RESOLUTIONS  
OF  
THE BOARD OF DIRECTORS  
OF  
THE ANDERSONS, INC.**

**FILED**

**2000 JUL -1 PM 12: 57**

**SECRETARY OF STATE  
TALLAHASSEE, FLORIDA**

Upon motion duly made and seconded, the following Resolutions are hereby adopted by the Board of Directors of The Andersons, Inc. ("Corporation"), this 20th day of December, 1996:

**WHEREAS**, The Corporation's name "The Andersons, Inc." is not available for registration in the states of Arizona, Colorado, Georgia, North Carolina, Pennsylvania and Texas, due to a conflicting name previously registered; and

**WHEREAS**, It is deemed in the best interests of the Corporation to register a fictitious name for the purposes of doing business in such states;

**NOW THEREFORE**, be it:

**RESOLVED**, That the following fictitious names may be registered on behalf of the Corporation with such states or any other states where such registration may be required:

***The Ohio Andersons, Inc.***

**RESOLVED, FINALLY**, That any one officer of the Corporation be, and hereby is, authorized and directed by and on behalf of the Corporation to execute and deliver any and all such documents and papers and to do any and all such acts and things as such officer shall deem necessary or desirable, in such officer's sole discretion, to carry out the foregoing Resolution.

**United States of America  
State of Ohio  
Office of the Secretary of State**

*I, Jennifer Brunner, do hereby certify that I am the duly elected, qualified and present acting Secretary of State for the State of Ohio, and as such have custody of the records of Ohio and Foreign business entities; that said records show THE ANDERSONS, INC., an Ohio corporation, Charter No. 707210, having its principal location in Maumee, County of Lucas, was incorporated on August 19, 1987 and is currently in GOOD STANDING upon the records of this office.*



*Witness my hand and the seal of the  
Secretary of State at Columbus, Ohio  
this 24th day of April, A.D. 2008*

A handwritten signature in black ink, appearing to read "Jennifer Brunner", written in a cursive style.

Ohio Secretary of State