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W03-1328

J. BRYAN JAN 15 2003

J. BRYAN FEB 13 2003

CT CORPORATION

January 15, 2003

Secretary of State, Florida
409 East Gaines Street
Tallahassee FL 32399

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OFFICE OF CORPORATIONS
TALLAHASSEE, FLORIDA

Re: Order #: 5726721 WO
Customer Reference 1: Cenex Harvest States
Customer Reference 2: CHS Qualifications

Dear Secretary of State, Florida:

Please file the attached:

Cenex Harvest States Cooperatives (MN)
Qualification
Florida

Enclosed please find a check for the requisite fees. Please return evidence of filing(s) to my attention.

If for any reason the enclosed cannot be filed upon receipt, please contact me immediately at (850) 222-1092. Thank you very much for your help.

Sincerely,

Jeffrey J Netherton
Sr. Fulfillment Specialist
Jeff_Netherton@cch-lis.com

660 East Jefferson Street
Tallahassee, FL 32301
Tel. 850 222 1092
Fax 850 222 7615



FLORIDA DEPARTMENT OF STATE

Ken Detzner
Secretary of State

January 15, 2003

CT CORPORATION SYSTEM

SUBJECT: CENEX HARVEST STATES COOPERATIVES INC.
Ref. Number: W03000001328

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA
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03 FEB 13 AM 11:12
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

We have received your document for CENEX HARVEST STATES COOPERATIVES INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

No person doing business in this state shall be entitled to use the word "cooperative" as part of its corporate or other business name unless it has complied with the provisions of Chapter 617, 618, or 619, Florida Statutes.

The name designated in your document is not available. Therefore, the corporation must adopt an alternate name for use in the state of Florida. To adopt an alternate name the corporation must submit a corporate resolution by the board of directors adopting the alternate name for use in the state of Florida. Please note the corporate resolution must be signed by the chairman, vice chairman, or an officer of the corporation. The alternate name must contain a corporate suffix. Such suffixes include: Corporation, Corp., Incorporated, Inc., Company, and CO.

Please RETURN ALL DOCUMENTATION to the ATTENTION of the DOCUMENT SPECIALIST indicated.

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) 245-6043.

Joey Bryan
Document Specialist

Letter Number: 703A00002097

Please back-date, if possible

John
[Signature]

RESOLUTION OF BOARD OF DIRECTORS

(Please print or type)

I, the undersigned Nanci L. Lilja do hereby certify
(Name)

that this Resolution of the Board of Directors of Cenex Harvest States Cooperatives Inc.

(Corporate Name)

a corporation duly organized and existing under the laws of the State of Minnesota

was duly adopted on February 5, 2003

Be it resolved, that Cenex Harvest States Cooperatives, Inc.

(Corporate Name)

organized and existing in the State of Minnesota, hereby adopts the name

Cenex Harvest States Corporation

for use in Florida.

Dated: February 6, 2003

Nanci L. Lilja
Signature of either Chairman, Vice Chairman or any officer

Nanci L. Lilja, Assistant Secretary

Type or print name

Make checks payable to Florida Department of State and mail to:
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

**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. Cenex Harvest States Cooperatives Inc.

(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. Minnesota

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

3. 41-0251095

(FEI number, if applicable)

4. 07/15/1936

(Date of incorporation)

5. Perpetual

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

6. Upon qualification.

(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.")
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 5500 Cenex Drive, Inver Grove Heights, MN 55077

(Principal office address)

(Current mailing address)

See Attachment

8. _____

(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 or Mail Drop Box **NOT** acceptable)

Name: C T Corporation System

Office Address: 1200 South Pine Island Road

Plantation

(City)

, Florida 33324

(Zip code)

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.

C T Corporation System

By: Lauren Greco

Lauren Greco

Assistant Secretary

(Registered agent's signature)

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.

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

A. DIRECTORS

Chairman: SEE ATTACHMENT

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: SEE ATTACHMENT

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 Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. John Schmitz, Vice President
(Typed or printed name and capacity of person signing application)

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TALLAHASSEE, FLORIDA

Attachment to Florida

Purpose Clause

Receive, handle, store, warehouse, manufacture, process, market, purchase, sell and otherwise deal in the agricultural products of its members, nonmembers and others, including the processing and exporting of grain and other agricultural products.

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TALLAHASSEE, FLORIDA

last updated: 12/09/02

Cenex Harvest States Cooperatives

Directors

<u>Name</u>	<u>Address</u>
Michael Toelle, Chairman	RR 1, Box 190, Browns Valley, MN 56219
Robert Bass, 1 st Vice Chairman	E6391 Bass Road, Reedsburg, WI 53959
Jim Kile, 2 nd Vice Chairman	508 W Bell Lane, St. John, WA 99171
Merlin Van Walleghe, Secretary-Treasurer	24106 - 408 th Ave., Letcher, SD 57359-6021
Bruce Anderson, Asst. Secretary-Treasurer	13500 - 42 nd Street NE, Glenburn, ND 58740-9564
David Bielenberg	16425 Herigstad Road NE, Silverton, OR 97381
Dennis Carlson	3255 50 th Street, Mandan, ND 58554
Curt Eischens	2153 330 th Street North, Minneota, MN 56264-1880
Robert Elliott	324 Hillcrest, Alliance, NE 69301
Robert Grabarski	1770 Highway 21, Arkdale, WI 54613
Jerry Hasnedl	12276 150 th Avenue SE, St. Hilaire, MN 56754-9776
Glen Keppy	21316 - 155 th Avenue, Davenport, IA 52804
Randy Knecht	40193 112 th Street, Houghton, SD 57449
Leonard Larsen	5128 - 11 th Ave. N., Granville, ND 58741-9595
Richard Owen	P. O. Box 129, 1591 Hawarden Rd., Geraldine, MT 59446
Duane Stenzel	62904 295 th Street, Wells, MN 56097
Elroy Webster	47947 370 th Street, Nicollet, MN 56074

Officers

John D. Johnson, President and CEO	5500 Cenex Drive Inver Grove Heights, MN 55077
Allen J. Anderson, Vice President Governmental Relations	5500 Cenex Drive Inver Grove Heights, MN 55077
Richard L. Baldwin, Vice President Human Resources & Administration	5500 Cenex Drive Inver Grove Heights, MN 55077
Gaylon G. Bratland, Vice President Risk Management	5500 Cenex Drive Inver Grove Heights, MN 55077
Lorne E. Brown, Vice President Crude Oil Supply	216 Sixteenth St Mall, Suite 950 Denver, CO 80202
Richard H. Browne, Vice President Harvest States Grains and Foods Division	5500 Cenex Drive Inver Grove Heights, MN 55077
Paul Culver, Vice President Propane	5500 Cenex Drive Inver Grove Heights, MN 55077
Jay D. Debertin, Vice President Energy Operations	5500 Cenex Drive Inver Grove Heights, MN 55077
Jodell M. Heller, Vice President and Controller	5500 Cenex Drive Inver Grove Heights, MN 55077
Anwer Hussain, Vice President Lubricants	5500 Cenex Drive Inver Grove Heights, MN 55077
Larry Johnson, Vice President Energy Sales	5500 Cenex Drive Inver Grove Heights, MN 55077

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David A. Kastelic
Vice President, General Counsel
& Assistant Secretary

5500 Cenex Drive
Inver Grove Heights, MN 55077

Patrick M. Kluempke, Executive Vice President
Corporate Planning

5500 Cenex Drive
Inver Grove Heights, MN 55077

Daniel G. Knepper, Vice President Refining,
Pipelines, Terminals and Residual Marketing

803 Highway 212 S, PO Box 909
Laurel, MT 59044

Thomas D. Larson, Executive Vice President
Public Affairs

5500 Cenex Drive
Inver Grove Heights, MN 55077

Nanci L. Lilja
Assistant Secretary

5500 Cenex Drive
Inver Grove Heights, MN 55077

Esther I. Longseth
Assistant Secretary

5500 Cenex Drive
Inver Grove Heights, MN 55077

Thomas R. Medd, Vice President
Processing

5500 Cenex Drive
Inver Grove Heights, MN 55077

Levi A. Morin, Vice President
Refined Fuels Distribution (RFD)

5500 Cenex Drive
Inver Grove Heights, MN 55077

Kelly E. Morrow, Vice President
Transportation

5500 Cenex Drive
Inver Grove Heights, MN 55077

Don Olson, Vice President
Refined Fuels Marketing/Retail
Development

5500 Cenex Drive
Inver Grove Heights, MN 55077

Dan Ostendorf, Vice President
Controller, Energy

5500 Cenex Drive
Inver Grove Heights, MN 55077

Mark L. Palmquist, Executive Vice President/COO
Harvest States Grains & Foods Division

5500 Cenex Drive
Inver Grove Heights, MN 55077

Steve Parsons, Vice President
Energy New Ventures

5500 Cenex Drive
Inver Grove Heights, MN 55077

John J. Schmitz, Executive Vice President
& Chief Financial Officer

5500 Cenex Drive
Inver Grove Heights, MN 55077

David R. Swenson, Vice President
Country Operations

5500 Cenex Drive
Inver Grove Heights, MN 55077

Linda S. Tank, Vice President
Communications

5500 Cenex Drive
Inver Grove Heights, MN 55077

James D. Tibbetts, Vice President
Foods

5500 Cenex Drive
Inver Grove Heights, MN 55077

Leon E. Westbrook, Executive Vice President/COO
Energy and Crop Inputs

5500 Cenex Drive
Inver Grove Heights, MN 55077

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TALLAHASSEE, FLORIDA

State of Minnesota

SECRETARY OF STATE

Certificate of Good Standing

I, Mary Kiffmeyer, Secretary of State of Minnesota, do certify that: The corporation listed below is a corporation formed under the laws of Minnesota; that the corporation was formed by the filing of Articles of Incorporation with the Office of the Secretary of State on the date listed below; that the corporation is governed by the chapter of Minnesota Statutes listed below; and that this corporation is authorized to do business as a corporation at the time this certificate is issued.

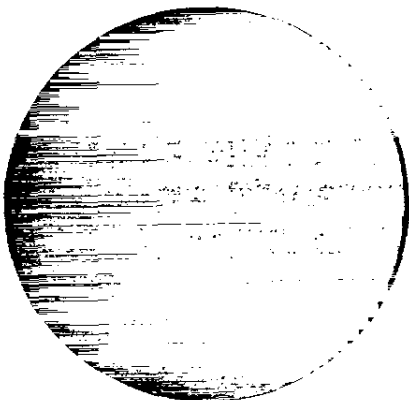
Name: Cenex Harvest States Cooperatives

Date Formed: 07/15/1936

Chapter Governed By: 308A

This certificate has been issued on 01/10/03.

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TALLAHASSEE, FLORIDA



Mary Kiffmeyer
Secretary of State.