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Florida Department of State
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From:

Account Name : C T CORPORATION SYSTEM
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FOREIGN PROFIT QUALIFICATION

Penford Products Co.

Certificate of Status	0
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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. Penford Products Co.
(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. Delaware
(State or country under the law of which it is incorporated)
3. 91-0866902
(FEI number, if applicable)
4. May 10, 1971
(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 §17.155, F.S.)
7. 7094 South Revere Parkway, Englewood, CO 80112-3932
(Principal office address)
same as principal office address
(Current mailing address)
8. sales of specialty starch products (wholesale)
(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: CT Corporation System
Office Address: 1200 South Pine Island Road,
Plantation, , Florida 33324
(City) (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.

CT Corporation System

By: Kathleen M. Durkin
(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 Attached List

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: See Attached List

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. Margaret Von der Schmidt
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)14. Margaret Von der Schmidt, Assistant Secretary
(Typed or printed name and capacity of person signing application)

Corporate Data Sheet

Director Information:

Name: Thomas D. Malkoski
Address: 7094 S. Revere Pkwy
Englewood, CO 80112

Name: Gregory R. Keeley
Address: Penford Products Co.
1001 First Street Southwest
P.O. Box 428
Cedar Rapids, IA 52404-2175

Name: Steven O. Cordier
Address: c/o Penford Corporation
7094 S. Revere Parkway
Englewood, CO 80112

Name: Margaret Von der Schmidt
Address: c/o Penford Corporation
7094 S. Revere Parkway
Englewood, CO 80112

Officer Information:

Officer Name: Thomas D. Malkoski
Title: Chairman of the Board
Address: 7094 S. Revere Pkwy
Englewood, CO 80112

Officer Name: Mark Wynne
Title: Controller
Address: Penford Products Co.
1001 First Street Southwest
P.O. Box 428
Cedar Rapids, IA 52404-2175

Officer Name: John R. Randall
Title: President and General Manager, Food Ingredients
Address: c/o Penford Corporation
7094 S. Revere Parkway
Englewood, CO 80112

Officer Name: Gregory R. Keeley
Title: President and General Manager, Industrial Ingredients
Address: 1001 First Street S.W.
Cedar Rapids, IA 52404

Officer Name: Steven O. Cordier
Title: Corporate Secretary
Address: c/o Penford Corporation
7094 S. Revere Parkway
Englewood, CO 80112

Officer Name: Margaret Von der Schmidt
Title: Assistant Secretary
Address: c/o Penford Corporation
7094 S. Revere Parkway
Englewood, CO 80112

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Delaware

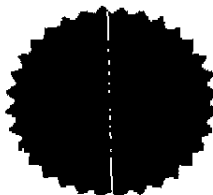
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The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "PENFORD PRODUCTS CO." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-NINTH DAY OF JULY, A.D. 2003.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

0772056 8300

AUTHENTICATION: 2553026

030493478

DATE: 07-29-03