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DIVISION OF CORPORATION

FOREIGN PROFIT QUALIFICATION

Sulza Dairy Group, Inc.

Certificate of Status	1
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Page Count	06
Estimated Charge	\$78.75

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Suiza Dairy Group, 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:

_____ (Name of Person)

_____ (Firm/Company)

_____ (Address)

_____ (City/State and Zip code)

For further information concerning this matter, please call:

_____ at (_____)
(Name of Person) (Area Code & Daytime Telephone Number)

STREET/COURIER ADDRESS:
Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

MAILING ADDRESS:
Registration 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

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SECRETARY OF STATE
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. SUIZA DAIRY GROUP, INC.

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

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

2. Delaware

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

3. 04-3742039

(FEI number, if applicable)

4. September 9, 1999

(Date of incorporation)

5. Perpetual

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

6. January 3, 2006

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

7. 2515 McKinney Avenue, Suite 1200, Dallas, Texas 75201

(Principal office address)

2515 McKinney Avenue, Suite 1200, Dallas, Texas 75201

(Current mailing address)

8. Holding company for subsidiaries involved in the process and distribution of dairy and dairy-related products.

(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: 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

Maria Ozaita
Vice President

By:

Maria Ozaita

(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.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

A. DIRECTORS

Chairman: N/A

Address: N/A

Vice Chairman: N/A

Address: N/A

Director: Lisa N. Tyson

Address: 2515 McKinney Avenue, Suite 1200, Dallas, Texas 75201

Director: N/A

Address: N/A

B. OFFICERS

President: Pete Schenkel

Address: 2515 McKinney Avenue, Suite 1200, Dallas, Texas 75201

Vice President: Barry Fromberg

Address: 2515 McKinney Avenue, Suite 1200, Dallas, Texas 75201

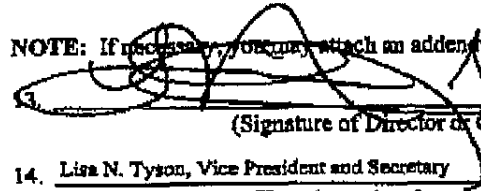
Secretary: Lisa N. Tyson (and Vice President)

Address: 2515 McKinney Avenue, Suite 1200, Dallas, Texas 75201

Treasurer: Cory M. Olson (and Vice President)

Address: 2515 McKinney Avenue, Suite 1200, Dallas, Texas 75201

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



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

14. Lisa N. Tyson, Vice President and Secretary

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

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SEC. OF STATE
TALLAHASSEE, FLORIDA

**Attachment to Application by Foreign Corporation for Authorization to Transact Business in Florida
Suliza Dairy Group, Inc.**

12.B. Officers (continued)

<u>Title</u>	<u>Name</u>	<u>Address</u>
Senior Vice President-Finance	Steve Brewer	2515 McKinney Avenue Suite 1200, Dallas, Texas 75201
SVP-Human Resources	Robert D. Dunn	2515 McKinney Avenue Suite 1200, Dallas, Texas 75201
Senior Vice President-Planning & Integration	Patrick K. Ford	2515 McKinney Avenue Suite 1200, Dallas, Texas 75201
Senior Vice President-Operations	Kelly Kading	2515 McKinney Avenue Suite 1200, Dallas, Texas 75201
Senior Vice President-Operations	Dan Killingsworth	2515 McKinney Avenue Suite 1200, Dallas, Texas 75201
Senior Vice President-Industry Relations	Ernest Yates	2515 McKinney Avenue Suite 1200, Dallas, Texas 75201
Vice President-Finance	Michael L. Ahart	2515 McKinney Avenue Suite 1200, Dallas, Texas 75201
Vice President-Procurement Services	John Bivens	2515 McKinney Avenue Suite 1200, Dallas, Texas 75201
Vice President-Information Technology	Burton Calvert	2515 McKinney Avenue Suite 1200, Dallas, Texas 75201
Vice President - Sales	Greg Cooper	2515 McKinney Avenue Suite 1200, Dallas, Texas 75201
Vice President and Assistant Secretary	Michelle P. Goalsby	2515 McKinney Avenue Suite 1200, Dallas, Texas 75201
Vice President	Ronald L. McCrummen	2515 McKinney Avenue Suite 1200, Dallas, Texas 75201
Assistant Secretary	Angela B. Miro	2515 McKinney Avenue Suite 1200, Dallas, Texas 75201
Assistant Secretary	Phillissa Russell	2515 McKinney Avenue Suite 1200, Dallas, Texas 75201

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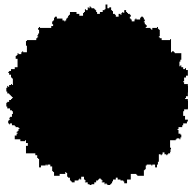
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "SUTSA DAIRY GROUP, INC." 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-SEVENTH DAY OF DECEMBER, A.D. 2005.

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

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

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "SUTSA DAIRY GROUP, INC." WAS INCORPORATED ON THE TWENTIETH DAY OF SEPTEMBER, A.D. 1999.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

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AUTHENTICATION: 4406187

DATE: 12-27-05