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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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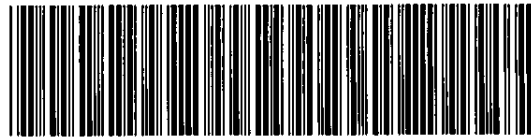
(Business Entity Name)

(Document Number)

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

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DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

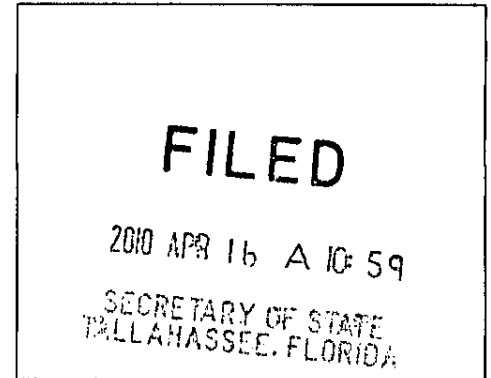
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TALLAHASSEE, FLORIDA

APR 19 2010  
D.A. WHITE

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WALK-IN

ENTITY NAME:

GM CEREAL OPERATIONS, INC.

CK# 4551 FOR \$1770.00

PLEASE FILE THE ATTACHED QUALIFICATION & RETURN THE FOLLOWING:

\_\_\_ CERTIFIED COPY

XXX STAMPED COPY

\_\_\_ CERTIFICATE OF STATUS

Examiner's Initials

**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.*

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TALLAHASSEE, FLORIDA

1. GM Cereals Operations, 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. 41-2050388

(FEI number, if applicable)

4. 05/17/2002

(Date of incorporation)

5. Perpetual

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

6. May 24, 2002

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

7. Number One General Mills Boulevard, Minneapolis MN 55426

(Principal office address)

Number One General Mills Boulevard, Minneapolis MN 55426

(Current mailing address)

8. To conduct and transact all lawful business activities allowed under the laws of Delaware

(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 Drive, Suite 4

Weston, FL

(City)

, Florida 33331

(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.*

NRAI Services, Inc.

(Registered agent's signature)

Jackie Bernini, Asst. Secretary

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:

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**A. DIRECTORS**

Chairman: See attached.

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

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

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

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

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

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

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

**B. OFFICERS**

President: See attached.

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. Gerald J. Morris, Assistant Treasurer  
(Typed or printed name and capacity of person signing application)

# GM CEREALS OPERATIONS, INC.

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TALLAHASSEE, FLORIDA

<b>A. DIRECTORS</b>	<b>Title</b>	<b>Address</b>
CHURCH, JOHN R.	Director	Number One General Mills Blvd, Minneapolis, MN 55426
GUNDERSON, TREVOR V.	Director	Number One General Mills Blvd, Minneapolis, MN 55426
HARMENING, JEFFREY L.	Director	Number One General Mills Blvd, Minneapolis, MN 55426
HARPER, JR., ERNEST M.	Director	Number One General Mills Blvd, Minneapolis, MN 55426
MULLIGAN, DONAL L.	Director	Number One General Mills Blvd, Minneapolis, MN 55426
MURPHY, JAMES H.	Director	Number One General Mills Blvd, Minneapolis, MN 55426
FERRUCCI, MARK A.	Independent Director	Number One General Mills Blvd, Minneapolis, MN 55426
<b>B. OFFICERS</b>	<b>Title</b>	<b>Address</b>
FRIENDLY, IAN R.	President	Number One General Mills Blvd, Minneapolis, MN 55426
CHURCH, JOHN R.	Vice President	Number One General Mills Blvd, Minneapolis, MN 55426
DOYLE, NATALIE D.	Vice President	Number One General Mills Blvd, Minneapolis, MN 55426
HARMENING, JEFFREY L.	Vice President	Number One General Mills Blvd, Minneapolis, MN 55426
HARPER, JR., ERNEST M.	Vice President	Number One General Mills Blvd, Minneapolis, MN 55426
LUND, RICHARD O.	Vice President	Number One General Mills Blvd, Minneapolis, MN 55426
MALINA, DANIEL I.	Vice President	Number One General Mills Blvd, Minneapolis, MN 55426
MARTURANO, JANICE L.	Vice President	Number One General Mills Blvd, Minneapolis, MN 55426
BRUCE, KOFI A.	Treasurer	Number One General Mills Blvd, Minneapolis, MN 55426
MORRIS, GERALD J.	Assistant Treasurer	Number One General Mills Blvd, Minneapolis, MN 55426
SHAFER, CRAIG A.	Assistant Treasurer	Number One General Mills Blvd, Minneapolis, MN 55426
GUNDERSON, TREVOR V.	Secretary	Number One General Mills Blvd, Minneapolis, MN 55426
HOANG, CAM C.	Assistant Secretary	Number One General Mills Blvd, Minneapolis, MN 55426
RAUSCHL, CHRISTOPHER A.	Assistant Secretary	Number One General Mills Blvd, Minneapolis, MN 55426

# Delaware

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## The First State

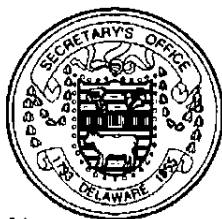
I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "GM CEREALS OPERATIONS, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE FIFTEENTH DAY OF APRIL, A.D. 2010.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "GM CEREALS OPERATIONS, INC." WAS INCORPORATED ON THE SEVENTEENTH DAY OF MAY, A.D. 2002.

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.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



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You may verify this certificate online  
at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)

  
Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 7933321

DATE: 04-15-10