

3/18/2014 9:19:37

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Division of Corporations

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Florida Department of State
Division of Corporations
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To:

Division of Corporations
Fax Number : (850) 617-6381

From:

Account Name : C T CORPORATION SYSTEM
Account Number : FCA000000023
Phone : (850) 222-1092
Fax Number : (850) 878-5368

****Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.****

Email Address: _____

**FOREIGN PROFIT/NONPROFIT CORPORATION
SUNOPTA GRAINS AND FOODS INC.**

Certificate of Status	0
Certified Copy	0
Page Count	04
Estimated Charge	\$70.00

RECEIVED
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TALLAHASSEE, FLORIDA

FILED
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DIVISION OF CORPORATIONS

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Corporate Filing Menu

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3/19/14

**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. SunOpta Grains and Foods Inc.

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

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

2. Minnesota

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

3. 41-1945246

(FEI number, if applicable)

4. December 29, 2010

(Date of incorporation)

5. Perpetual

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

6. January 1, 2014

(Date first transacted business in Florida, if prior to registration)

(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 7301 Ohms Lane, Suite 600, Edina, Minnesota 55439

(Principal office address)

7301 Ohms Lane, Suite 600, Edina, Minnesota 55439

(Current mailing address)

8. Any lawful business purpose

(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: **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.



(Registered agent's signature)

Patricia A. Boverie, 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.

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

A. DIRECTORS

Chairman: Steven Bromley

Address: 2838 Bovaird Drive West
Brampton, Ontario L7A 0H2, Canada

Vice Chairman: _____

Address: _____

Director: Hendrik Jacobs

Address: 2838 Bovaird Drive West
Brampton, Ontario L7A 0H2, Canada

Director: Robert McKeracher

Address: 2838 Bovaird Drive West
Brampton, Ontario L7A 0H2, Canada

B. OFFICERS

President: Steven Bromley

Address: 2838 Bovaird Drive West
Brampton, Ontario L7A, 0H2, Canada

Vice President: Hendrik Jacobs

Address: 2838 Bovaird Drive West
Brampton, Ontario L7A 0H2, Canada

Secretary: John Ruelle

Address: 7301 Ohms Lane, Suite 600, Edina, Minnesota 55439, USA

Treasurer: Rick Albert

Address: 2838 Bovaird Drive West, Brampton, Ontario L7A 0H2, Canada

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

13. 

Signature of Director or Officer

The officer or director signing this document (and who is listed in number 12 above) affirms that the facts stated herein are true and that he or she is aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, P.S.

14. John Ruelle, Secretary

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

3/18/2014 9:49:37 From: To: 8506176381

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DIVISION OF CORPORATIONS

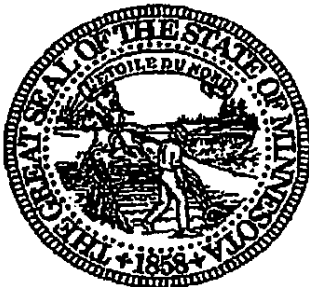
14 MAR 18 PM 12:35

**Office of the Minnesota Secretary of State
Certificate of Good Standing**

I, Mark Ritchie, Secretary of State of Minnesota, do certify that: The business entity listed below was filed pursuant to the Minnesota Chapter listed below with the Office of the Secretary of State on the date listed below and that this business entity is registered to do business and is in good standing at the time this certificate is issued.

Name:	SunOpta Grains and Foods Inc.
Date Filed:	12/29/2010
File Number:	4117890-2
Minnesota Statutes, Chapter:	302A
Home Jurisdiction:	Minnesota

This certificate has been issued on: 03/17/2014



Mark Ritchie
Mark Ritchie
Secretary of State
State of Minnesota