

F16000000370

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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PICK-UP

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MAIL

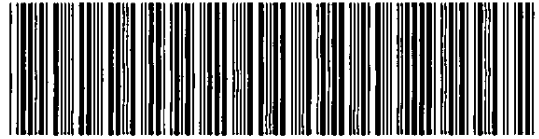
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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DEPARTMENT OF STATE

16 JAN 26 PM 2:56

TO ACKNOWLEDGE
SUFFICIENCY OF FILING

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16 JAN 26 AM 10:29

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

JAN 27 2016

S. YOUNG

CORPORATION SERVICE COMPANY
1201 Hays Street
Tallahassee, FL 32301
Phone: 850-558-1500

ACCOUNT NO. : I20000000195

REFERENCE : 971198 4353856

AUTHORIZATION :

COST LIMIT : \$ 70.00

ORDER DATE : January 25, 2016

ORDER TIME : 12:48 PM

ORDER NO. : 971198-005

CUSTOMER NO: 4353856

FOREIGN FILINGS

NAME: RALCORP HOLDINGS, INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Melissa Zender -- EXT# 62956

EXAMINER: _____

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: RALCORP HOLDINGS, 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," or "Certificate of Good Standing" 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:

JILL GROB

Name of Person

CONAGRA FOODS, INC.

Firm/Company

ELEVEN CONAGRA DRIVE, 11-260

Address

OMAHA, NE 68102

City/State and Zip code

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

JILL GROB

402

240-4553

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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TALLAHASSEE, FLORIDA
SECRETARY OF STATE

**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.*

RALCORP HOLDINGS, INC.

1

(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

MISSOURI

3. 43-1766315

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

(FEI number, if applicable)

4.

10/23/1996

5.

(Date of incorporation)

(Date of duration, if other than perpetual)

6.

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

7.

ELEVEN CONAGRA DRIVE, 11-260 OMAHA, NE 68102

(Principal office address)

(Current mailing address, if different)

8. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)

Name: Corporation Service Company

Office Address: 1201 Hays Street

Tallahassee, Florida 32301
(City) (Zip code)

9. 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.

Corporation Service Company
By:

(Registered agent's signature)

Melissa Zender
Asst. Vice President

10. 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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TALLAHASSEE, FLORIDA

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

A. DIRECTORS

Chairman: Please see attached report.

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: Please see attached report.

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.

12. _____

Signature of Director or Officer

The officer or director signing this document (and who is listed in number 11 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, F.S.

13. ERIC M. JOHNSON VICE PRESIDENT, TAX

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

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STATE OF FLORIDA
TALLAHASSEE

hCue

Report Name : Management Structure

Exported On : 1/22/2016

Entity Name: **Ralcorp Holdings, Inc.**

Name	Title	Address	City/State/Zip
Batcheler, Colleen Rest	Director	One ConAgra Drive	Omaha, NE 68102
Knowles, Leo A.	Director	One ConAgra Drive	Omaha, NE 68102
Messel, Scott E.	Director	Eleven ConAgra Drive	Omaha, NE 68102

Leo A. Knowles	President	One ConAgra Drive	Omaha, NE 68102
Batcheler, Colleen Rest	Vice President & Secretary	One ConAgra Drive	Omaha, NE 68102
Johnson, Eric M.	Vice President, Tax	Eleven ConAgra Drive	Omaha, NE 68102
Messel, Scott E.	Vice President & Treasurer	Eleven ConAgra Drive	Omaha, NE 68102
Rhoten, Lyn A.	Vice President & Assistant Secretary	One ConAgra Drive	Omaha, NE 68102
Wise, Robert G.	Vice President & Controller	Eleven ConAgra Drive	Omaha, NE 68102

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TALLAHASSEE, FLORIDA

STATE OF MISSOURI



Jason Kander
Secretary of State

CORPORATION DIVISION
CERTIFICATE OF GOOD STANDING

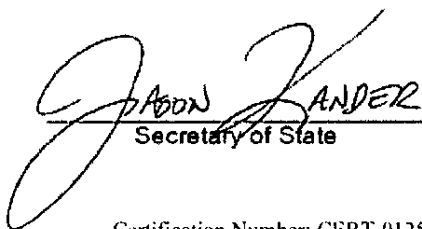
I, JASON KANDER, Secretary of State of the State of Missouri, do hereby certify that the records in my office and in my care and custody reveal that

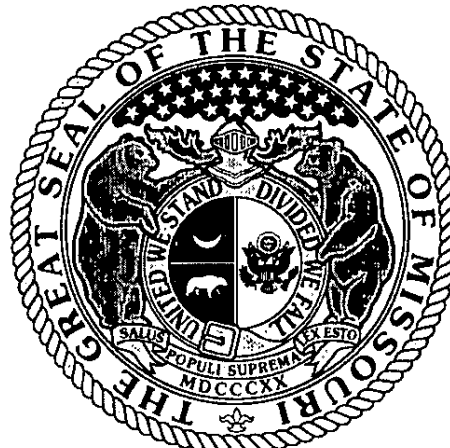
RALCORP HOLDINGS, INC.
00432673

was created under the laws of this State on the 23rd day of October, 1996, and is in good standing, having fully complied with all requirements of this office.

16 JAN 26 AM 10:29
SECRETARY OF STATE
JASON KANDER
FILE

IN TESTIMONY WHEREOF, I hereunto set my hand and cause to be affixed the GREAT SEAL of the State of Missouri. Done at the City of Jefferson, this 25th day of January, 2016.


Secretary of State



Certification Number: CERT-01252016-0125