

**BUTLER, SNOW,  
O'MARA, STEVENS  
& CANNADA, PLLC**

ATTORNEYS AT LAW

17TH FLOOR  
DEPOSIT GUARANTY PLAZA  
210 EAST CAPITOL STREET  
JACKSON, MISSISSIPPI 39201  
POST OFFICE BOX 22567  
JACKSON, MISSISSIPPI 39225-2567  
(601) 948-5711  
FACSIMILE: (601) 949-4555

HAROLD D. MILLER, JR.  
LAWRENCE C. FRANK  
C. EUGENE McROBERT, JR.  
JOHN A. CRAWFORD  
D. CARL BLACK, JR.  
LAUCH M. MAGRUDER, JR.  
HUGH C. MONTGOMERY, JR.  
W. SCOTT WELCH III  
JAY A. TRAVIS III  
LEE DAVIS THAMES  
CHARLES L. BROCATO  
KENNETH W. BARTON  
CHARLES T. JOHNSON III  
STEPHEN W. ROSENBLATT  
HERBERT C. EHRHARDT  
CHRISTY D. JONES  
DON B. CANNADA  
PHIL B. ABERNETHY  
W. EUGENE MAGEE  
THOMAS E. WILLIAMS  
EDWARD A. WILMESHERR  
R. BARRY CANNADA  
THOMAS C. LACEY, JR.  
JOHN C. HENEGAN  
ROBERT A. MILLER

J. CARTER THOMPSON, JR.  
DANIEL C. HISE  
JEFFREY A. WALKER  
PAUL N. DAVIS  
J. PAUL VARNER  
J. STEVENSON RAY  
E. MARCUS WIGGS III  
JAMIE PLANCK MARTIN  
PAULA GRAVES ARDELEAN  
LESLIE JOYNER BOBO  
ANN FORTENBERRY CORSO  
O. KENDALL MOORE  
ROBERT M. FREY  
GILBERT C. VAN LOON  
THOMAS A. WEBB  
CAMILLE HENICK EVANS  
RONALD G. TAYLOR  
J. COLLINS WOHLER JR.  
DONNA BROWN JACOBS  
SELBY A. IRELAND  
WILLIAM M. GAGE  
MICHAEL E. McWILLIAMS  
STEPHANIE M. RIPPET  
ARTHUR D. SPATLIN, JR.  
BROOKS R. BUCHANAN

BARNETT WARDSON III  
L. L. TYNER  
DANIEL J. JORDAN II  
JOHN J. HEALY III  
J. WILBOURN VISE  
LOUIS H. WATSON, JR.  
JOHN ADAM CRAWFORD, JR.  
TAMMY L. BARHAM  
KIMBERLY M. ZYWICKI

ROBERT G. BARNETT  
COUNSEL

ROBERT C. CANNADA  
PHINEAS STEVENS  
GEORGE H. BUTLER  
DAN McCULLEN  
OF COUNSEL

GEO. BUTLER (1948)  
J. MORGAN STEVENS (1951)  
CHAS. B. SNOW (1960)  
JUNIOR O'MARA (1986)

December 9, 1997

Writer's Direct Number  
(601) 973-1405

**VIA FEDERAL EXPRESS**

Secretary of State of Florida  
Bureau of Commercial Recordings  
Corporate Division  
409 East Gaines Street  
Tallahassee, FL 32399

200002368182--6  
-12/10/97--01058--015  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Re: Qualification of Morris & Associates I.P.E.C., Inc.

Dear Sir:

Enclosed you will find the necessary documents to qualify Morris & Associates I.P.E.C., Inc. Please return copies to the address above. We have also enclosed the necessary filing fee of Seventy dollars (\$70.00).

Thank you for your assistance in this matter. Should you have any questions or comments, please do not hesitate to contact our office.

Sincerely,

*Rebecca Clark*

Rebecca D. Clark  
Certified Legal Assistant

rdc  
F:\WP424\PSOSFL.wpd

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 DEC 10 9 34

mtu  
12/11

# 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. MORRIS & ASSOCIATES I.P.E.C., INC.

(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. Mississippi

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

3. \_\_\_\_\_

(FEI number, if applicable)

4. 4-1-96

(Date of incorporation)

5. Perpetual

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

6. 12-1-97

(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.156, F.S.))

7. 459 Hwy. 80 E., Ste. A

Clinton, MS 39056

(Current mailing address)

8. Poultry Processing

(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

9. Name and street address of Florida registered agent:

Name: Danny Adams

Office Address: 749 Rosemere Circle

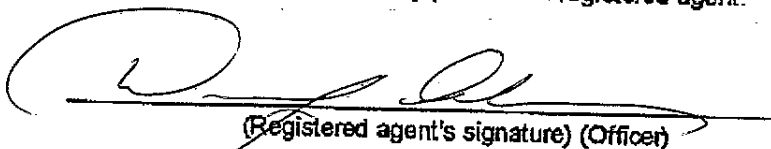
Orlando

, Florida, 32835

(Zip Code)

10. Registered agent 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 obligation of my position as registered agent.

  
(Registered agent's signature) (Officer)

Danny Adams

(Type Name and Title of Officer)

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 DEC 10 AM 9:34

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 addresses of officers and/or directors:

A. DIRECTORS

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

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

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

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

Sole Director: Thomas D. Hrbac

Address: 459 Hwy. 80 E., Ste. A  
Clinton, MS 39056

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

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

B. OFFICERS

President: Thomas D. Hrbac

Address: 459 Hwy. 80 E., Ste. A  
Clinton, MS 39056

Vice President: Thomas D. Hrbac

Address: 459 Hwy. 80 E., Ste. A  
Clinton, MS 39056

Secretary: Thomas D. Hrbac

Address: 459 Hwy. 80 E., Ste. A  
Clinton, MS 39056

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 DEC 10 AM 9:34

Treasurer: Thomas D. HrbacAddress: 459 Hwy. 80 E., Ste. A  
Clinton, MS 39056

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

13. *Thomas D. Hrbac*  
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Thomas D. Hrbac, President  
(Typed or printed name and capacity of person signing application)

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 DEC 10 AM 9:34

# State of Mississippi

Secretary of State's Office

Eric Clark

Secretary of State  
Jackson, Mississippi

## CERTIFICATE OF EXISTENCE/AUTHORITY

I, ERIC CLARK, Secretary of State of the State of Mississippi, and as such, the legal custodian of the corporate records, required by the laws of Mississippi, to be filed in my office, do hereby certify:

That on April 01, 1996 the state of Mississippi issued a Charter/Certificate of Authority to:

MORRIS & ASSOCIATES I.P.E.C, INC.

That the state of incorporation is MISSISSIPPI.

THAT THE PERIOD OF DURATION IS 99 YEARS.

That according to the records of this office, Articles of Dissolution or a Certificate of Withdrawal have not been filed.

That according to the records of this office, a current Annual Report has been delivered to the Office of the Secretary of State.

I further certify that all fees, taxes and penalties owed to this state, as reflected in the records of the Secretary of State, have been paid and that the corporation is in existence or has authority to transact business in Mississippi.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 DEC 10 AM 9:34



Given under my hand  
and seal of office  
December 04, 1997

*Eric Clark*

ERIC CLARK,  
Secretary of State