

F98000001260

Document Number Only

CT Corporation System

Requestor's Name

660 East Jefferson Street

Address

Tallahassee, FL 32301 222-1092

City

State

Zip

Phone

CORPORATION(S) NAME

300002447879--5  
-03/05/98--01028--016  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

300002447879--5  
-03/05/98--01028--016  
\*\*\*\*\*8.75 \*\*\*\*\*8.75

Smucker Latin America, Inc.

☒ Profit

☐ NonProfit

☐ Amendment

☐ Merger

☒ Foreign

☐ Dissolution/Withdrawal

☐ Mark

☐ Limited Partnership

☐ Annual Report

☐ Other

☐ Reinstatement

☐ Name Registration

☐ Change of R.A.

☐ Fictitious Name

☐ UCC Filing

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# APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION 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. Smucker Latin America, 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. Ohio

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

3. 34-1577308

(FEI number, if applicable)

4. 3/1/88

(Date of Incorporation)

5. perpetual

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

6. February 16, 1998

(Date first transacted business in Florida. (See sections 607.1501, 607.1502 and 817.155, F.S.))

7. 9900 Stirling Road

Cooper City, Florida 33024

(Current mailing address)

8. See attached Purposes of the corporation on Exhibit A

(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: C T CORPORATION SYSTEM

Office Address: c/o C T Corporation System, 1200 South Pine Island Road


Plantation, Florida, 33324

(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 obligations of my position as registered agent.*

C T CORPORATION SYSTEM

  
(Registered agent's signature) (Officer)  
**Gil S. Apollis, Asst. Secretary**

(Type Name and Title of Officer)

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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 See attached List of Directors and Officers on Exhibit B.

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

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

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

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

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

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

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

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

B. OFFICERS

President: \_\_\_\_\_

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

Vice President: \_\_\_\_\_

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

Secretary: \_\_\_\_\_

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

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Treasurer: \_\_\_\_\_

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

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

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

14. Steven J. Ellicessor, Secretary  
(Typed or printed name and capacity of person signing application)

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Exhibit A

8. The purposes of Smucker Latin America, Inc., as authorized in the Ohio Articles of Incorporation, to be carried out in the State of Florida are:

(a) To manufacture, to purchase, lease, or otherwise acquire, to hold and use, to sell, lease, or otherwise dispose of, and to deal in or with personal property of any description and any interest therein;

(b) to purchase, lease, or otherwise acquire, to invest in, hold, use, and encumber, to sell, lease, exchange, transfer, or otherwise dispose of, and to construct, develop, improve, equip, maintain, and operate structures and real property of any description and any interest therein;

(c) To borrow money, to issue, sell, and pledge its notes, bonds, and other evidences of indebtedness, to secure any of its obligations by mortgage, pledge, or deed of trust of all or any of its property, and to guarantee and secure obligations of any person, all to the extent necessary, useful, or conducive to carrying out of any of the purposes of the Company.

(d) to invest its funds in any shares or other securities of another corporation, business, or undertaking or of a government, governmental authority, or governmental subdivision; and

(e) to do whatever is deemed necessary, useful, or conducive to carrying out any of the purposes of the Company and to engage in any lawful act or activity for which corporations may be formed under the Ohio General Corporation Law.

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Exhibit B

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

A. DIRECTORS

Director: Timothy P. Smucker  
Address: Strawberry Lane  
Orrville, Ohio 44667

Director: Richard K. Smucker  
Address: Strawberry Lane  
Orrville, Ohio 44667

Director: Charles A. Laine  
Address: Strawberry Lane  
Orrville, Ohio 44667

B. OFFICERS

President: Timothy P. Smucker  
Address: Strawberry Lane  
Orrville, Ohio 44667

Exec. Vice Pres.: Richard K. Smucker  
Address: Strawberry Lane  
Orrville, Ohio 44667

Vice Pres.: Paul H. Smucker  
Address: Strawberry Lane  
Orrville, Ohio 44667

Vice Pres.: Charles A. Laine  
Address: Strawberry Lane  
Orrville, Ohio 44667

Secretary: Steven J. Ellcessor  
Address: Strawberry Lane  
Orrville, Ohio 44667

Treasurer: Philip P. Yuschak  
Address: Strawberry Lane  
Orrville, Ohio 44667

Asst. Treasurer: Debra A. Marthey  
Address: Strawberry Lane  
Orrville, Ohio 44667

Controller: Mark R. Belgya  
Address: Strawberry Lane  
Orrville, Ohio 44667

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UNITED STATES OF AMERICA,  
STATE OF OHIO,  
OFFICE OF THE SECRETARY OF STATE.

}

*I, Bob Taft, do hereby certify that I am the duly elected, qualified and present acting Secretary of State for the State of Ohio, and as such have custody of the records of Ohio and Foreign corporations and Miscellaneous filings; that said records show **SMUCKER LATIN AMERICA INC.**, an Ohio corporation, Charter No. 719555, having its principal location in Orrville, County of Wayne, was incorporated on March 1st, 1988 and is currently in **GOOD STANDING** upon the records of this office.*

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WITNESS my hand and official  
seal at Columbus, Ohio this  
20th day of February, A.D., 1998

*Bob Taft*

Bob Taft  
Secretary of State