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Tallahassee, FL 32301 222-1092

City

State

Zip

Phone

800002047138--1

-01/07/97--01015-017

\*\*\*\*140.00 \*\*\*\*140.00

CORPORATION(S) NAME

Land - O - Sun Hairies, L.L.C.

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- NonProfit
- Limited Liability Co.
- Foreign
- Limited Partnership
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**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR  
AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA**

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DIVISION OF CORPORATIONS

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IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS  
SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACT  
BUSINESS IN THE STATE OF FLORIDA:

1. LAND-O-SUN DAIRIES, L.L.C.  
(Name of foreign limited liability company must end with the words "limited company" or their abbreviation "L.C." if not so contained in the name at present.)
2. Delaware 3. 62-1657432  
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)
4. 10/10/96 5. Perpetual  
(Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual")
6. 11-1-96  
(Date first transacted business in Florida.)
7. 2900 Bristol Parkway  
Johnson City, Tennessee 37601  
(Street address of principal office)
8. C.T CORPORATION SYSTEM  
(Name of the registered agent of foreign limited liability company)
9. c/o C.T CORPORATION SYSTEM, 1200 South Pine Island Road,  
Plantation, Florida 33324  
(Florida registered office address)
10. Name(s), title, and business address(es) of managing member(s) [MGRM] or manager(s) [MGR] who will manage the foreign limited liability company in Florida: (attach additional page if necessary)  

<u>LAND-O-SUN DAIRIES, INC.</u>	<u>MID-AMERICA DAIRYMEN, INC.</u>
<u>2900 Bristol Parkway</u>	<u>3253 East Chestnut Expressway</u>
<u>Johnson City, TN 37601</u>	<u>Springfield, MO 65804</u>
<u>(MGRM)</u>	<u>(MGRM)</u>

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

\_\_\_\_\_

LAND-O-SUN DAIRIES, INC., Member

By *Frederick J. Fowler*

December 20, 1996  
(Date)

FREDERICK J. FOWLER, Assistant Secretary  
(Signature of a Member or Authorized Representative of a member)

**REGISTERED AGENT ACCEPTANCE**

Having been named as registered agent and to accept service of process for the above stated foreign limited liability company at the place designated in this certificate pursuant to the provisions of section 608.507, Florida Statutes, 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 relating 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

By: *Connie Bryan*  
(Signature)

12/31/96  
(Date)

CONNIE BRYAN  
SPECIAL ASSISTANT SECRETARY

(Type Name of Officer)

\_\_\_\_\_  
(Title of Officer)

**AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS  
OF FOREIGN LIMITED LIABILITY COMPANY**

The undersigned member or authorized representative of a member of \_\_\_\_\_

LAND-O-SUN DAIRIES, L.L.C.

deposes and says:

- 1) the above named limited liability company has at least two members
- 2) the total amount of cash contributed by the member(s) is \$ 1,000,000 .
- 3) If any, the agreed value of property other than cash contributed by member(s) is \$ --- . This cash total includes amounts from 2 and 3 above.
- 4) the total amount of cash or property anticipated to be contributed by member(s) is \$ 1,000,000 . This total includes amounts from 2 and 3 above.

LAND-O-SUN DAIRIES, INC., Member

By Frederick J. Fowler

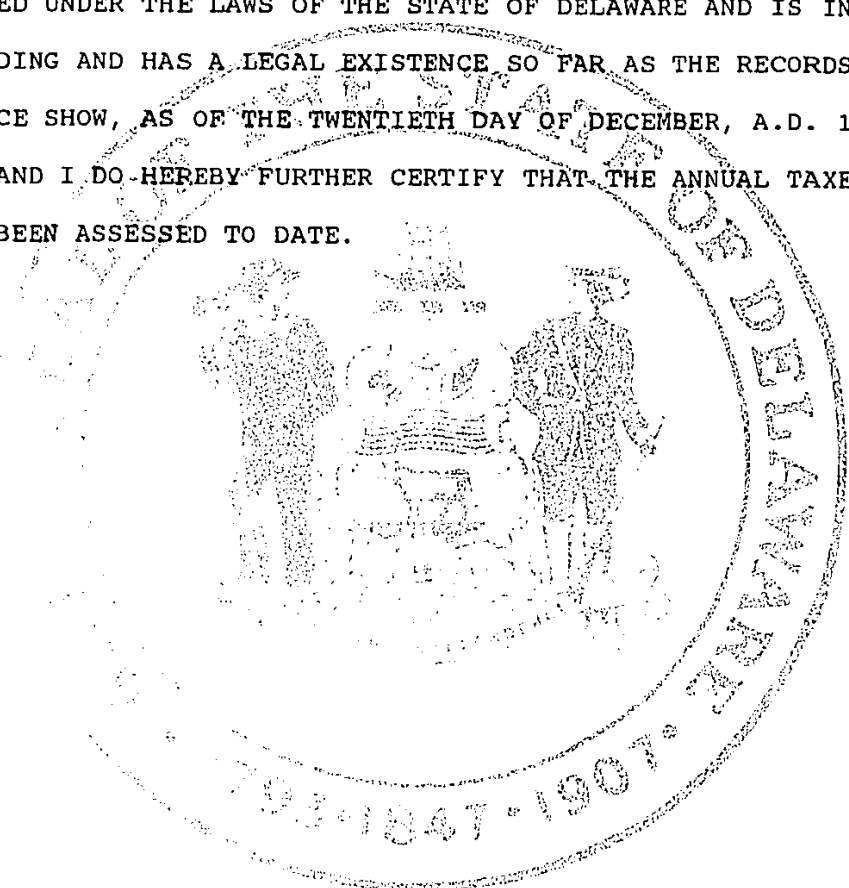
Signature of a member or authorized representative of a member.  
(In accordance with section 608.408(3), Florida Statutes, the execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

FREDERICK J. FOWLER, Assistant Secretary

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "LAND-O-SUN DAIRIES, L.L.C." IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTIETH DAY OF DECEMBER, A.D. 1996.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE NOT BEEN ASSESSED TO DATE.



*Edward J. Freel*

Edward J. Freel, Secretary of State

2672508 8300

960378986

AUTHENTICATION:

8254973

DATE:

12-20-96