

N95000003010

UNITED RATITE RANCHERS COOPERATIVE, INC.

3393 Morning Glory Lane
Laurel Hill, FL 32567

June 1, 1995

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: ARTICLES OF INCORPORATION

Dear Sir or Madam:

Enclosed are the original and one (1) copy of Articles of Incorporation for UNITED RATITE RANCHERS COOPERATIVE, INC., to be filed with the Secretary of State. Enclosed also is a check in the amount of One Hundred Twenty Two and 50/100 (\$122.50) Dollars to cover the following fees:

a. Corporation filing fee:	\$ 35.00
b. Registered Agent designation:	35.00
c. Certified copy:	<u>52.50</u>

TOTAL REMITTANCE: \$122.50

Thank you for your attention to this matter.

Sincerely,

James Smith
(by JB)

James Smith
Registered Agent
United Ratite Ranchers Coop, Inc.

200001511982
-06/13/95--01068--018
****122.50 ****122.50

Enclosures

DMC
6/16/95

531
~~789, 615, 611, 624, 671~~

FILED
95 JUN 23 PM 12:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

June 16, 1995

JAMES SMITH
UNITED RATITE RANCHERS COOPERATIVE
3393 MORNING GLORY LANE
LAUREL HILL, FL 32567

SUBJECT: UNITED RATITE RANCHERS COOPERATIVE, INC.
Ref. Number: W95000012356

We have received your document for UNITED RATITE RANCHERS COOPERATIVE, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation"); and the registered agent's signature. 1.

The registered agent must sign accepting the designation.

Section 617.0202(d), Florida Statutes, requires the manner in which directors are elected or appointed be contained in the articles of incorporation. A statement making reference to the bylaws is acceptable. 2.

Bylaws are not filed with this office. Please retain them for your records.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6923.

Doris McDuffie
Corporate Specialist Supervisor

Letter Number: 295A00029780

1. Statement is attached to back of articles.
2. Please refer to Page 3 Article VI - Directors.
Did adding the sentence correct the omission?
at the beginning of the sentence.

ARTICLES OF INCORPORATION

OF THE

UNITED RATITE RANCHERS COOPERATIVE, INC. JALLAHASSEE, FLORIDA

FILED

95 JUN 23 PM 12:25

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We, the undersigned, all of whom are engaged in the production of agricultural products, do hereby voluntarily associate ourselves together for the purpose of forming a cooperative association, without stock, under the provisions of the Agricultural Cooperative Marketing Act, Chapter 618, Florida Statutes, and do hereby adopt the following Articles of Incorporation.

ARTICLE I
NAME

The name of the Association shall be United Ratite Ranchers Cooperative, Inc.

ARTICLE II
PRINCIPAL PLACE OF BUSINESS

The initial post office address and principal office for the conduct of business is: 3393 Morning Glory Lane, Laurel Hill FL 32567.

The Board of Directors may from time to time move the principal office to any other address in Florida.

ARTICLE III
PURPOSE

The purposes for which the Association is organized are:

- (1) To provide services necessary to process and market agricultural commodities.
- (2) To direct its activities for the betterment of conditions of growers/producers, processors and distributors of agricultural products, the improvement of the quality of those products, and the development of more efficient marketing for fresh and processed products.
- (3) To promote education for its members in the form of production, processing and marketing information.

: :
**ARTICLE IV
POWERS**

The association shall have the following powers:

- (1) To borrow money without limitation as to amount of corporate indebtedness or liability; to give a lien on any of its property as security therefore in any manner permitted by law; and to make advance payments and advances to members and other producers.
- (2) To act as the agent or representative of any member or members in any of the activities mentioned in Article III hereof.
- (3) To buy, lease, hold, and exercise all privileges of ownership over such real or personal property as may be necessary or convenient for the conduct and operation of the business of the association, or incidental hereto.
- (4) To draw, make, accept, endorse, guarantee, execute, and issue promissory notes, bills of exchange, drafts, warrants, certificates, and all kinds of obligations and negotiable or transferable instruments for any purpose that is deemed to further the objects for which this association is formed, and to give a lien on any of its property as security therefore.
- (5) To acquire, own, and develop any interest in patents, trademarks, and copyrights connected with, or incidental to, the business of the association.
- (6) To cooperate with other similar associations in creating central, regional, or national cooperative agencies, for any of the purposes for which this association is formed, and to become a member or stockholder of such agencies as now are or hereinafter may be in existence.
- (7) To have and exercise, in addition to the foregoing, all powers, privileges, and rights conferred on ordinary corporations and cooperative marketing associations by the laws of this State and all powers and rights incidental or conducive to carrying out the purpose for which this association is formed, except such as are inconsistent with the express provisions of the act under which this association is incorporated, and to do any such thing anywhere; and the enumeration of the foregoing powers shall not be held to limit or restrict in any manner the general powers which may by law be passed by this association, all of which are hereby expressly claimed.

**ARTICLE V
PERIOD OF DURATION**

This association shall have perpetual existence.

ARTICLE VI DIRECTORS

The manner in which the directors are elected shall be contained in the by-laws. This association shall have at least nine (9) directors. The names and addresses of those who are to serve as the initial directors are:

<u>Name</u>	<u>Address</u>	<u>Phone</u>
James Smith	3393 Morning Glory Lane Laurel Hill, FL 32567	904-652-4433
Jerry Mitchem	2626 Cricket Lane Crestview, FL 32536	904-682-7119
L. Ann Pelfrey	7172 Tee Don Court Holt, FL 32564	904-626-2635
Larry E. Williams	4058 Pine Cone Trail Crestview, FL 32539	904-682-3808
Fran Natzke	Rt 2, Box 45B-4 Caryville, FL 32427	904-547-6683
Tom Phillips	1962 Richardson Road Defuniak Springs, FL 32433	904-892-2133
Roger Green	Rt 1, Box 432 Louisville, AL 36048	334-266-5545
Patricia Baggett	10050 Beulah Road Pensacola, FL 32526	904-944-2311
Sam Armour	P.O. 6147 Pensacola, FL 32503	904-968-0361

ARTICLE VII MEMBERSHIP

The association shall not have capital stock but shall admit applicants to membership in the association upon such uniform conditions as may be prescribed in its bylaws. This association shall be operated on a cooperative basis for the mutual benefit of its members as producers. Membership in the association shall be restricted to producers and associations of producers who shall patronize the association.

The voting rights of the members of the association shall be equal, and no member shall have more than one vote upon each matter submitted to a vote at a meeting of members.

The property rights and interests of each member in the association shall be unequal and shall be determined and fixed on a patronage basis, and the net proceeds from the business of the association shall be allocated to member-patrons in the proportion that the patronage of each member bears to the total patronage of all the members of the association.

ARTICLES VIII AMENDMENT

These articles may be amended upon the affirmative vote of two-thirds of the board and majority of members present voting on the proposed amendment.

IN WITNESS WHEREOF, we the undersigned subscribing incorporators, have hereunto set our hands and seals for the purpose of forming this cooperative association under the laws of the State of Florida.

James Smith
James Smith

Jerry Mitchem
Jerry Mitchem

L. Ann Pelfrey
L. Ann Pelfrey

Larry E. Williams
Larry E. Williams

Roger Green
Roger Green

Fran Natzke
Fran Natzke

Patricia Baggett
Patricia Baggett

Sam Armour
Sam Armour

Tom Phillips
Tom Phillips

STATE OF FLORIDA

COUNTY OF OKALOOSA

Before me, the undersigned authority, personally appeared the above, to me known to be the persons described as subscribers to the foregoing Articles of Incorporation and who executed the same, and acknowledged before me that they subscribe to these Articles of Incorporation.

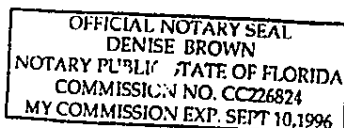
WITNESS my hand and official seal in the County and State name above this 23RD day of MAY, 1995.

ALL OF THE ABOVE ARE PERSONALLY KNOWN TO ME.

Notary Public, State of Florida at Large

Denise Brown
DENISE BROWN

My commission Expires:



I hereby am familiar with and accept the duties and responsibilities
as registered agent for said corporation.

James E. Smith

James Edward Smith

3393 morning Glory Ln.

Laurel Hill Fl. 32567

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95 JUN 23 PM 12:25
TALLAHASSEE
FLORIDA