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May 19 1997 8:00am
Secretary of State

NONPROFIT CORPORATION ANNUAL REPORT 1997		FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # P14725 (6)
1. Corporation Name
ASSOCIATED MILK PRODUCERS, INC.



Principal Place of Business 6609 BLANCO RD. PO BOX 790287 SAN ANTONIO TX 78216	Mailing Address 6609 BLANCO RD. PO BOX 790287 SAN ANTONIO TX 78216-6131
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3. Date Incorporated or Qualified 06/05/1987	3a. Date of Last Report 05/14/1996
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2. Principal Place of Business 21 1600 EAST LAMAR BLVD. Suite, Apt. #, etc. 22 P.O. BOX 5288 City & State 23 ARLINGTON, TX. Zip 24 76011-4511	2a. Mailing Address 26 1600 EAST LAMAR BLVD. Suite, Apt. #, etc. 27 P.O. BOX 5288 City & State 28 ARLINGTON, TX Zip 29 76011-4511	30 Country
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4. FEI Number 74-1649119	Applied For Not Applicable
5. Certificate of Status Desired <input type="checkbox"/>	\$8.75 Additional Fee Required
6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/>	\$5.00 May Be Added to Fees
6. This corporation has liability for intangible tax under s. 199.032, Florida Statutes <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	

9. Name and Address of Current Registered Agent
**CT CORPORATION SYSTEM
1200 S. PINE ISLAND ROAD
PLANTATION FL 33324**

10. Name and Address of New Registered Agent

81 Name N/A
82 Street Address (P.O. Box Number is Not Acceptable)
83
84 City FL
85 Zip Code

11. Pursuant to the provisions of Sections 617.0502 and 617.1508, Florida Statutes, the above-named corporation submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by the corporation's board of directors. I hereby accept the appointment as registered agent. I am familiar with, and accept the obligations of, Section 617.0503, Florida Statutes.

SIGNATURE **N/A** (NOTE: Registered Agent signature required when reinstating) DATE

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12
TITLE NAME STREET ADDRESS CITY-ST-ZIP	PD BECKENDORF, CHARLES 19503 CYPRESS-ROSEHILL RD. TOMBALL TX 77375 <input type="checkbox"/> DELETE	1.1 TITLE 1.2 NAME 1.3 STREET ADDRESS 1.4 CITY-ST-ZIP
TITLE NAME STREET ADDRESS CITY-ST-ZIP	VP BOK, WAYNE RT.1, BOX 14 GEDDES SD 57342 <input type="checkbox"/> DELETE	2.1 TITLE 2.2 NAME 2.3 STREET ADDRESS 2.4 CITY-ST-ZIP
TITLE NAME STREET ADDRESS CITY-ST-ZIP	S BAVIDO, JOE ROUTE 1, BOX 170 SHARON TN <input type="checkbox"/> DELETE	3.1 TITLE 3.2 NAME 3.3 STREET ADDRESS 3.4 CITY-ST-ZIP
TITLE NAME STREET ADDRESS CITY-ST-ZIP	T PALLA, WAYNE 2208 BELAIR CLOVIS NM 88101 <input type="checkbox"/> DELETE	4.1 TITLE 4.2 NAME 4.3 STREET ADDRESS 4.4 CITY-ST-ZIP
TITLE NAME STREET ADDRESS CITY-ST-ZIP	V BUCHANAN, CALVIN RT. 1, BOX 60 DECATUR TX 76234 <input type="checkbox"/> DELETE	5.1 TITLE 5.2 NAME 5.3 STREET ADDRESS 5.4 CITY-ST-ZIP
TITLE NAME STREET ADDRESS CITY-ST-ZIP	AT KRUEGER, TERRY L. 6609 BLANCO ROAD SAN ANTONIO TX <input type="checkbox"/> DELETE	6.1 TITLE 6.2 NAME 6.3 STREET ADDRESS 6.4 CITY-ST-ZIP

SEE ATTACHED SCHEDULE

14. I do hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3)(i), Florida Statutes. I further certify that the information indicated on this annual report or supplemental annual report is true and accurate and that my signature shall have the same legal effect as if made under oath; that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 617, Florida Statutes; and that my name appears in Block 12 or Block 13 if changed, or on an attachment with an address.

SIGNATURE **DAVID B. JOHNSON; ASST SECRETARY** 4/30/97 (817)461-2674
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR Date Daytime Phone # 0076120

CR2E037 (9/96)

ASSOCIATED MILK PRODUCERS, INC.
1997 OFFICERS

PRESIDENT:	CHARLES BECKENDORF 19503 Cypress-Rosehill Rd. Tomball, TX 77375	(SR) (281)255-9219 (281)351-2281 - Fax
1st VICE PRESIDENT:	WAYNE BOK Rt 1, Box 14 Geddes, SD 57342	(NC) (605)243-2381
SECRETARY:	JOE BAVIDO Route 1, Box 170 Sharon, TN 38255	(SR) (901)973-2192 (901)973-4465 - Fax
TREASURER:	WAYNE PALLA 902 Colonial Parkway Clovis, NM 88101	(SR) (505)389-3356 - Home (505)762-3391 - Office (505)762-8044 - Fax
2nd VICE PRESIDENT:	CALVIN BUCHANAN Route 1, Box 60 Decatur, TX 76234	(SR) (817)627-5229 - Home (817)627-3169 - Office (817)627-0050 - Fax
ASSISTANT SECRETARY:	NEAL R. BJORNSON 1600 E. Lamar Boulevard Arlington, TX 76011	(CO) (817)461-2674 (817)548-6809 - Fax
ASSISTANT TREASURER:	TERRY L. KRUEGER 1600 E. Lamar Boulevard Arlington, TX 76011	(CO) (817)461-2674 (817)548-6819 - Fax

Rev. 4/8/97

**ASSOCIATED MILK PRODUCERS, INC.
1997 BOARD OF DIRECTORS**

SR	BAVIDO, JOE (Pat)	Route 1, Box 170 Sharon, TN 38255	(901)973-2192 - Home (901)973-4465 - Fax
SR	BECKENDORF, CHARLES (Mary)	19503 Cypress-Rosehill Rd. Tomball, TX 77375	(281)255-9219 - Home (281)351-2281 - Fax
SR	BINDER, RICK (Gayla)	1707 Eisenhower Hays, KS 67601	(913)625-0065 - Home (913)625-5430 - Office
SR	BOENING, KENNETH (Mildred)	Route 3, Box 112A Floresville, TX 78114	(210)393-3533 - Home (210)393-2397 - Office (210)216-7667 - Fax
NC	BOK, WAYNE (Sharon)	Route 1, Box 14 Geddes, SD 57342	(605)243-2381
SR	BOYER, DAVID (LaNell)	Route 1, Box 1415 Webbers Falls, OK 74470	(918)464-2818
SR	BRYANT, WOODY (Mary)	102 Bethlehem Road Austin, AR 72007	(501)676-5303
SR	BUCHANAN, CALVIN (Virginia)	Route 1, Box 60 Decatur, TX 76234	(817)627-5229 - Home (817)627-3169 - Office (817)627-0050 - Fax
NC	DALEY, JAMES (Leora)	5823 County Road 103, NW Byron, MN 55920	(507)775-2265
NC	DURHEIM, LAVERN (Butch) (Erma)	Route 3, Box 252 Long Prairie, MN 56347	(320)732-3152
NC	DYSTHE, ROBERT (Bob) (Kathleen)	1043 - 81st St. Slayton, MN 56172	(507)836-6723
SR	GIBSON, LARRY (Carrol)	Route 5, Box 231 Dublin, TX 76446	(817)445-3522