

# State of Idaho

Office of the Secretary of State

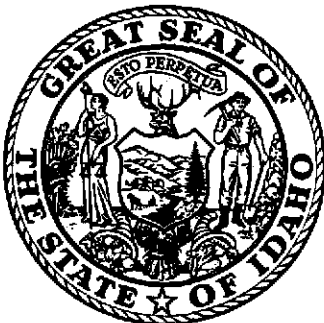
**CERTIFICATE OF AUTHORITY  
OF  
PINNACLE AGRICULTURE DISTRIBUTION, INC.**

File Number C 202243

I, BEN YSURSA, Secretary of State of the State of Idaho, hereby certify that an Application for Certificate of Authority, duly executed pursuant to the provisions of the Idaho Business Corporation Act, has been received in this office and is found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Authority to transact business in this State and attach hereto a duplicate of the application for such certificate.

Dated: May 19, 2014



*Ben Yursa*  
SECRETARY OF STATE

By *Christina M*



# APPLICATION FOR CERTIFICATE OF AUTHORITY (For Profit)

(Instructions on Back of Application)

2014 MAY 19 AM 9:52

SECRETARY OF STATE  
STATE OF IDAHO

The undersigned Corporation applies for a Certificate of Authority and states as follows:

1. The name of the corporation is:  
Pinnacle Agriculture Distribution, Inc.
2. The name which it shall use in Idaho is: \_\_\_\_\_
3. It is incorporated under the laws of: Mississippi
4. Its date of incorporation is: 8/22/2012
5. The address of its principal office is:  
518 N. Sharpe Ave., Cleveland, MS 38732
6. The address to which correspondence should be addressed, if different from item 5, is:  
PO Box 1169, Sharpe Ave., Cleveland, MS 38732
7. The street address of its registered office in Idaho is: 921 S Orchard St Ste G, Boise, ID 83705  
and its registered agent in Idaho at that address is: Capitol Corporate Services, Inc.
8. The names and respective business addresses of its directors and officers are:

Name	Title	Business Address
<u>Larry Kenneth Cordell, Jr.</u>	<u>President</u>	<u>456 Tennessee St., Ste. 102, Memphis, TN 38103</u>
<u>J. Lamar Taylor</u>	<u>Vice-Pres.</u>	<u>518 N. Sharpe Ave., Cleveland, MS 38732</u>
<u>Beverly Gates</u>	<u>Secretary</u>	<u>456 Tennessee St., Ste. 102, Memphis, TN 38103</u>
<u>Justin S. Ballek</u>	<u>Treasurer</u>	<u>5250 Hahns Peak Dr., Loveland, CO 80538</u>
<u>Dean Williams</u>	<u>Director</u>	<u>456 Tennessee St., Ste. 102, Memphis, TN 38103</u>
<u>Barry Knight</u>	<u>Director</u>	<u>456 Tennessee St., Ste. 102, Memphis, TN 38103</u>

Dated: 5/14/2014

Signature: Beverly Gates

Typed Name: Beverly Gates

Capacity: Vice President, Secretary & General Counsel  
(The signer must be a director or an officer of the corporation.)

Customer Acct #:

(If using pre-paid account)

Secretary of State use only

IDAHO SECRETARY OF STATE

05/19/2014 05:00

CK: 31954 CT: 297000 BH: 1425300  
@ 100.00 = 100.00 AUTH PRO #2

Web Form

0202243

**State of Mississippi**  
**Office of the Secretary of State**  
**C. Delbert Hosemann, Jr., Secretary of State**  
**Jackson, Mississippi**

**CERTIFICATE**

I, C. DELBERT HOSEMAN, JR., 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 August 22, 2012, the State of Mississippi issued a Charter/Certificate of Authority to:

PINNACLE AGRICULTURE DISTRIBUTION, INC.

That the state of incorporation is MISSISSIPPI.

That the period of duration is perpetual.

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.



Given under my hand  
and seal of office  
April 22, 2014

*C. Delbert Hosemann, Jr.*

C. Delbert Hosemann, Jr.  
Secretary of State