

APPLICATION FOR CERTIFICATE OF AUTHORITY

OF

ENDICO POTATOES, INC.

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SECRETARY OF
STATE

To: Secretary of State of Idaho

Pursuant to Section 30-1-110, Idaho Code, the undersigned Corporation hereby applies for a Certificate of Authority to transact business in your State, and for that purpose submits the following statement:

1. The name of the corporation is **ENDICO POTATOES, INC.**
2. The name which it shall use in Idaho is **ENDICO POTATOES, INC.**
3. It is incorporated under the laws of **New York State.**
4. The date of its incorporation is **April 14, 1967** and the period of its duration is **perpetual.**
5. The address of its principal office in the state under the laws of which it is incorporated is **160 North MacQuesten, Mount Vernon, New York 10550.**
6. The address of its proposed registered office in Idaho is **805 West Idaho Street, Boise, Idaho 83702** and the name of its proposed registered agent in Idaho at that address is **William Mosely.**
7. The purpose or purposes which it proposes to pursue in the transaction of business in Idaho are:

The sale, distribution and purchase of potatoes, processed and unprocessed.

8. The names and respective addresses of its directors and officers are:

<u>Name</u>	<u>Office</u>	<u>Address</u>
Felix Endico	President	Weyman Avenue New Rochelle, N.Y. 10805
Michael Endico	Vice President	Mamaroneck Avenue Mamaroneck, N.Y. 10543
William Endico, Jr.	Secretary/ Treasurer	Schurz Avenue Bronx, New York 10465

9. The aggregate number of shares which it has authority to issue, itemized by class and par value of shares, if any, is: **200 common, no par value.**

- 10. The aggregate number of its issued shares, itemized by classes, par value of shares, and shares without par value is: **30 common, no par value.**
- 11. The corporation accepts and shall comply with the provisions of the Constitution and the laws of the State of Idaho.
- 12. This Application is accompanied by a copy of its articles of incorporation and amendments thereto, duly authenticated by the proper officer of the state under the laws of which it is incorporated.

Dated:

Corp: **ENDICO POTATOES, INC.**

Felix Endico

By: **Felix Endico
President**

William Endico, Jr.

By: **William Endico, Jr.
Secretary**

STATE OF *New York*)
 COUNTY OF *Westchester*) ss

I, *ROBERT P. SULLIVAN*, a notary public, do hereby certify that on this *23rd* day of November, 19⁸¹, personally appeared before me *Felix & William Endico, Jr.*, who being by me first duly sworn, declared that they are the *Officers* of **ENDICO POTATOES, INC.**, that he signed the foregoing document as *PRESIDENT & SECRETARY* of the corporation and that the statements therein contained are true.

ROBERT SULLIVAN
 Notary Public in the State of New York
 No. 60-3898800
 Appointed for Westchester County
 Commission expires March 30, 1983

Rob Sullivan

 Notary Public

State of New York }
Department of State } ss.:

52940

I hereby certify that I have compared the annexed copy with the original document filed by the Department of State and that the same is a correct transcript of said original.

Witness my hand and seal of the Department of State on NOV 9 1981

Basil G. Paterson
Secretary of State

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SECRETARY OF
STATE

SECRET

UNITED STATES OF AMERICA

UNITED STATES DEPARTMENT OF COMMERCE

INDUSTRIAL SECTION

ALL INFORMATION CONTAINED HEREIN IS UNCLASSIFIED
DATE 10/15/2001 BY 60322 UCBAW/SJS/STP

UNITED STATES DEPARTMENT OF COMMERCE

INDUSTRIAL SECTION

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DATE 10/15/2001 BY 60322 UCBAW/SJS/STP

To engage in, carry on, and conduct, research and investigations for the development of new or improved food products or by-products.

To build, purchase or otherwise acquire, lease, own, maintain, improve, equip, manage, use, occupy, operate, mortgage, rent, sell, and dispose of, stores, shops, departments, storage, facilities, offices, factories, buildings, structures, improvements and properties.

To acquire, establish, maintain and conduct, in all its branches, a general merchandise business and in connection therewith to carry on all or any of the trades, businesses, undertakings or functions that in any manner are subsidiary, incidental and contributory thereto.

To carry on the business of purchasing, selling, exporting, importing and otherwise dealing in or with goods, wares or merchandise of every description and whether or not manufactured or produced by or for this corporation, and to do any of said things either as principal or as agent, broker, factor and commission merchant.

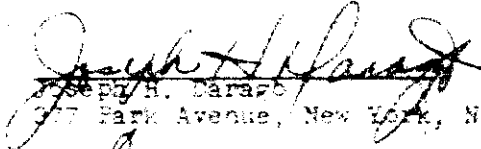
THIRD: The office of the corporation is to be located in the City of New York, County of New York, State of New York.

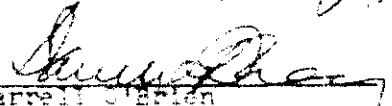
FOURTH: The aggregate number of shares which the corporation shall have authority to issue is two hundred (200) without par value.

FIFTH: The secretary of State is designated as the agent of the corporation upon whom process against the corporation may be served. The post office address to which the Secretary of State shall mail a copy of any process against the corporation carried upon him is: ~~THE CORPORATION TRUST COMPANY, 277 Park Avenue, New York, New York 10017.~~

SIXTH: The name and address of the registered agent which is to be the agent of the corporation upon whom process against it may be served, are THE CORPORATION TRUST COMPANY, 277 Park Avenue, New York, New York 10017.

IN WITNESS WHEREOF, we have made and signed this certificate this 11th day of April A.D. 1967 and we affirm the statements contained therein as true under penalties of perjury.


Joseph H. Saraso
277 Park Avenue, New York, N.Y.


Farrell J. Egan
277 Park Avenue, New York, N.Y.

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OFFICE OF THE
SECRETARY OF STATE
MAY 14 1967
RECEIVED
FEB 2 1967

[Handwritten signatures and initials]

[Handwritten signature]

CERTIFICATE OF INCORPORATION

OF

UNITED PRE-FRIED PRODUCTS CORP.

UNDER SECTION 402 OF THE
BUSINESS CORPORATION LAW

Arled Robinson & Stewart
Financial Center Bldg.
Oakland, Calif.

[Handwritten initials]

[Handwritten initials]