



**Department of State.**

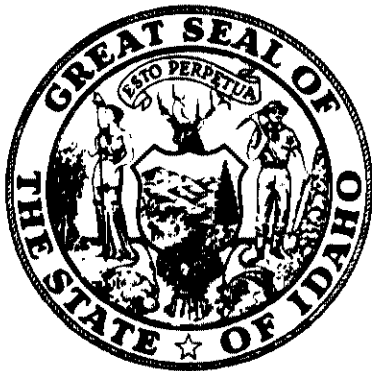
**CERTIFICATE OF AUTHORITY  
OF  
AURORA DAIRY CORPORATION**

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of AURORA DAIRY CORPORATION for a Certificate of Authority to transact business in this State, duly signed and verified pursuant to the provisions of the Idaho Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Authority to AURORA DAIRY CORPORATION to transact business in this State under the name AURORA DAIRY CORPORATION and attach hereto a duplicate original of the Application for such Certificate.

Dated

November 19, 1990



*Pete T. Cenarrusa*

SECRETARY OF STATE

\_\_\_\_\_  
Corporation Clerk

# APPLICATION FOR CERTIFICATE OF AUTHORITY

(Profit Corporation)

To the 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:

19 9 28 AM '90  
SECRETARY OF STATE

1. The name of the corporation is Aurora Dairy Corporation

2. The name which it shall use in Idaho is Aurora Dairy Corporation

(To be used only when required to avoid a conflict with a name already on file. Must be accompanied by a Board of Directors resolution adopting assumed name in Idaho.)

3. It is incorporated under the laws of the State of Delaware

4. The date of its incorporation is September 28, 1988 and the period of its duration is perpetual

5. The address of its principal office in the state or country under the laws of which it is incorporated is

10th Floor, One Rodney Square, 10th and King Streets, Wilmington, Delaware 19801

6. The address to which correspondence should be addressed, if different from that in item 5. P.O. Box 17160, Boulder, CO 80308

7. The street address of its proposed registered office in Idaho is 2536 Kimberly Road, Twin Falls, Idaho 83301, and the name of its proposed registered agent in Idaho at that address is Gregory J. McDonald

8. The purpose or purposes which it proposes to pursue in the transaction of business in Idaho are:

farming, with a particular emphasis on dairy farming, dairy

cattle and milk production, all transactions related thereto, and

9. The names and respective addresses of its directors and officers are: any lawful business

Name	Office	Address
<u>Marcus B. Peperzak</u>	<u>Chairman of the Board &amp; Director</u>	<u>P.O. Box 17160, Boulder, CO 80308</u>
<u>Clyde N. Carlson</u>	<u>Secretary &amp; Director</u>	<u>P.O. Box 17160, Boulder, CO 80308</u>
<u>Barney Little</u>	<u>President &amp; Director</u>	<u>P.O. Box 17160, Boulder, CO 80308</u>
<u>Massoud Ghandiani</u>	<u>Vice-Pres., Treasurer and Director</u>	<u>P.O. Box 17160, Boulder, CO 80308</u>
_____	_____	_____
_____	_____	_____


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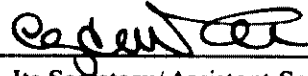
Name	Office	Address

- 10. The corporation accepts and shall comply with the provisions of the Constitution and the laws of the State of Idaho.
- 11. This Application is accompanied by a certificate of Corporate Status or Existence, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

Dated: November 14, 1990

Aurora Dairy Corporation  
(Corporation Name)

By   
~~Its President~~ Vice President (please specify)

and   
Its Secretary/ Assistant Secretary (please specify)

STATE OF COLORADO )  
 ) ss:  
COUNTY OF BOULDER )

I, DONNA GETMAN, a notary public, do hereby certify that on this 14<sup>th</sup> day of November, 19 90, personally appeared before me MASSOUD GHADIANI & CLYDE N. CARLSON, who being by me first duly sworn, declared that (s)he is the VICE PRESIDENT & SECRETARY of Aurora Dairy Corporation

that (s)he signed the foregoing document as officers of the corporation and that the statements therein contained are true.

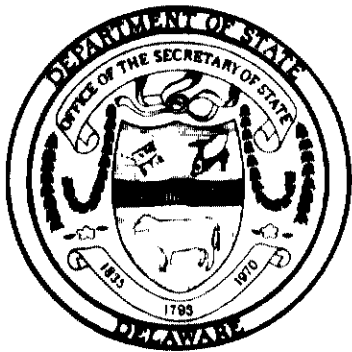
  
Notary Public



Office of Secretary of State

I, MICHAEL HARKINS, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY AURORA DAIRY CORPORATION IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE DATE SHOWN BELOW

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660313001

*Michael Harkins*  
Michael Harkins, Secretary of State

AUTHENTICATION: 12849999

DATE: 11/09/1990