

State of Idaho

Office of the Secretary of State

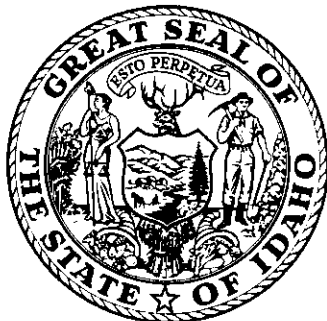
**CERTIFICATE OF AUTHORITY
OF
HORIZON ORGANIC DAIRY, INC.**

File Number C 153030

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: 10 February 2004



Ben Yursa

SECRETARY OF STATE

By *Sally Lloyd*

202



APPLICATION FOR CERTIFICATE OF AUTHORITY (For Profit)

(Instructions on Back of Application)

FILED EFFECTIVE

04 FEB 10 AM 11:05

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:

Horizon Organic Dairy, Inc.

2. The name which it shall use in Idaho is: Horizon Organic Dairy, Inc.

3. It is incorporated under the laws of: Colorado

4. Its date of incorporation is: October 22, 1991

5. The address of its principal office is:

2515 McKinney Avenue, Suite 1200, Dallas, Texas 75201

6. The address to which correspondence should be addressed, if different from item 5, is:

7. The street address of its registered office in Idaho is: c/o C T Corporation System, 300 North 6th Street, Boise, Idaho 83702

and its registered agent in Idaho at that address is: C T Corporation System

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

Name	Office	Address
<u>Please see attached list</u>		

Dated: February 9, 2004

Signature: _____

Typed Name: Lisa N. Tyson

Capacity: Vice President and Assistant Secretary

Customer Acct #:

(If using pre-paid account)

Secretary of State use only

SECRETARY OF STATE
STATE OF IDAHO

DDSD - 04/1/01 CT System Online

IDAHO SECRETARY OF STATE
02/10/2004 05:00
CK: 91891 CT: 28168 BH: 726642
1 @ 100.00 = 100.00 AUTH PRO # 2
1 @ 20.00 = 20.00 EXPEDITE C # 3

Received 02-09-2004 03:55pm From-

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Page 002

C 153030

**Officer and Director Attachment
to
Idaho Application for Certificate of Authority
of
Horizon Organic Dairy, Inc.**

<u>Name</u>	<u>Office</u>	<u>Address</u>
Michelle P. Goolsby	Director, Vice President and Secretary	2515 McKinney Avenue Suite 1200 Dallas, Texas 75201
Charles F. Marcy	President and Chief Executive Officer	6311 Horizon Lane Suite 201 Longmont, Colorado 80308-7577
Thomas P. Briggs	Senior Vice President, Finance and Administration; Chief Financial Officer and Assistant Secretary	6311 Horizon Lane Suite 201 Longmont, Colorado 80308-7577
John M. Haydock	Vice President, Sales and Marketing	6311 Horizon Lane Suite 201 Longmont, Colorado 80308-7577
Susan L. Morse	Vice President, Human Resources	6311 Horizon Lane Suite 201 Longmont, Colorado 80308-7577
Kevin R. O'Rell	Vice President, Research & Development/ Quality Assurance	6311 Horizon Lane Suite 201 Longmont, Colorado 80308-7577
Stephen J. Jacobson	Vice President, Operations	6311 Horizon Lane Suite 201 Longmont, Colorado 80308-7577
Barry A. Fromberg	Vice President	2515 McKinney Avenue Suite 1200 Dallas, Texas 75201
Lisa N. Tyson	Vice President and Assistant Secretary	2515 McKinney Avenue Suite 1200 Dallas, Texas 75201
Angela B. Miro	Assistant Secretary	2515 McKinney Avenue Suite 1200 Dallas, Texas 75201

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STATE OF COLORADO

DEPARTMENT OF STATE CERTIFICATE

I, DONETTA DAVIDSON, Secretary of State of the State of Colorado,
hereby certify that, according to the records of this office,

HORIZON ORGANIC DAIRY, INC.
(Colorado CORPORATION)
File # 19911085006

was filed in this office on October 22, 1991 and has complied with the applicable provisions
of the laws of the State of Colorado and on this date is in good standing and authorized and
competent to transact business or to conduct its affairs within this state.

Dated: January 22, 2004

For Validation:

Certificate ID: **757250**
To validate this certificate, visit the following
web site, enter this certificate ID, then follow the
instructions displayed.
www.sos.state.co.us/ValidateCertificate

Donetta Davidson

SECRETARY OF STATE