





Canada  
Cooperatives Act

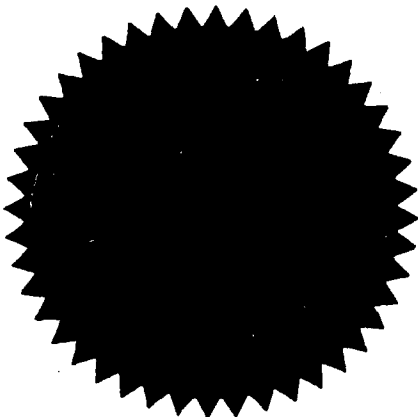
Loi canadienne sur les  
coopératives

I HEREBY CERTIFY that the annexed document is a true copy of the Certificate of Continuation for AGROPUR COOPERATIVE/AGROPUR COOPÉRATIVE issued under the Canada Cooperatives Act on the 26th day of October, 2000.

Given under the seal of office of the Minister of Industry this 10th day of August, 2004.

Aïssa Aomari  
Director

Incorporation and Disclosure Services Branch  
for the Minister of Industry



Canada

**Certificate  
of Continuance**

**Certificat  
de prorogation**

**Canada Cooperatives  
Act**

**Loi canadienne sur  
les coopératives**

**AGROPUR COOPERATIVE**

**AGROPUR COOPÉRATIVE**

**382700-3**

\_\_\_\_\_  
**Name of cooperative  
Dénomination de la coopérative**

\_\_\_\_\_  
**Cooperative number  
Numéro de la coopérative**

I hereby certify that the above-named cooperative was continued under section 285 of the *Canada Cooperatives Act*, as set out in the attached articles of continuance.

Je certifie que la coopérative susmentionnée a été prorogée en vertu de l'article 285 de la *Loi canadienne sur les coopératives*, tel qu'il est indiqué dans les clauses de prorogation ci-jointes.



**Director - Directeur**

**October 26, 2000 / le 26 octobre 2000**

**Date of Continuance - Date de la prorogation**



Industry  
Canada

Canada  
Cooperatives Act

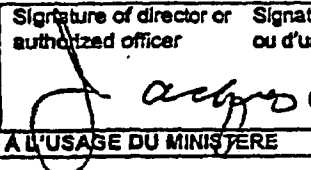
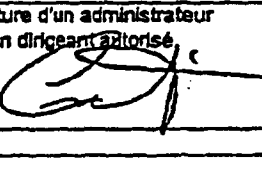
Industrie  
Canada

Loi canadienne sur les  
coopératives

FORM 3011  
ARTICLES OF CONTINUANCE  
(SECTION 285)

FORMULAIRE 3011  
CLAUSES DE PROROGATION  
(ARTICLE 285)

|   |   |
|---|---|
| <p>1- Name of the cooperative</p> <p><b>AGROPUR COOPERATIVE</b></p>   | <p>Dénomination sociale de la coopérative</p> <p><b>AGROPUR COOPÉRATIVE</b></p>   |
| <p>2- Location in Canada of the cooperative's registered office (municipality, province)</p> <p><b>GRANBY, QUEBEC</b></p>   | <p>Lieu (municipalité, province) au Canada où la coopérative a établi son siège social</p> <p><b>GRANBY, QUÉBEC</b></p>   |
| <p>3- Number (or minimum and maximum) of directors</p> <p><b>Minimum: eleven (11)</b><br/><b>Maximum: nineteen (19)</b></p>   | <p>Nombre (ou nombres minimal et maximal) d'administrateurs</p> <p><b>Minimal: onze (11)</b><br/><b>Maximal: dix-neuf (19)</b></p>  |
| <p>4- Restrictions, if any, on the business that the cooperative may carry on</p> <p><b>NONE</b></p>  | <p>Restrictions aux activités commerciales de la coopérative, s'il y a lieu</p> <p><b>AUCUNE</b></p>  |
| <p>5- Restrictions, if any, on the classes of membership in the cooperative</p> <p><b>NONE</b></p>  | <p>Limites imposées aux catégories de membres de la coopérative, s'il y a lieu</p> <p><b>AUCUNE</b></p>   |
| <p>6- Membership share capital and member rights</p> <p><b>Attachment "A" is an integral part of this section</b></p>   | <p>Capital de parts de membre et droits des membres</p> <p><b>L'annexe «A» jointe aux présentes fait partie intégrante de cette rubrique</b></p>  |
| <p>7- Provision, if any, for a maximum rate of return to be paid on member loans or membership shares</p> <p><b>Attachment "A" is an integral part of this section</b></p>  | <p>Dispositions, s'il y a lieu, concernant le taux de rendement maximal qui peut être versé sur les prêts de membre ou les parts de membre</p> <p><b>L'annexe «A» jointe aux présentes fait partie intégrante de cette rubrique</b></p>   |
| <p>8- Provisions, if any, for the distribution of the property of the cooperative on its dissolution</p> <p><b>After the payment of all debts and liabilities including the amount to be paid to the holders of any Investment Shares and any Membership Shares, the value of the remaining property of the Cooperative is to be distributed in favor of persons who were Members of the Cooperative at any time during the seven (7) previous fiscal years preceding the year in which the liquidation or dissolution was voted, in proportion to the volume of business that all such persons had done with the Cooperative during those seven (7) years.</b></p> | <p>Dispositions, s'il y a lieu, concernant le mode de répartition des biens de la coopérative à sa dissolution</p> <p><b>Après paiement de l'ensemble des dettes et engagements, y compris le montant à verser aux détenteurs de parts de placement et de parts de membres, le reliquat des biens de la coopérative est distribué en faveur des personnes qui étaient membres de la Coopérative à quelque moment au cours des sept (7) exercices financiers précédant celui où la liquidation ou dissolution a été votée, proportionnellement au volume des affaires que toutes ces personnes ont faites avec la Coopérative pendant cette période des sept (7) exercices financiers.</b></p> |

|  |   |   |  |
|--|---|---|--|
| 9- Investment share capital (Check one)  |   | Capital de parts de placement (cocher une case)   |  |
| <input type="checkbox"/>   | The cooperative will not issue investment shares  | <input type="checkbox"/>  | La coopérative n'émettra pas de parts de placement.  |
| <input checked="" type="checkbox"/>  | The cooperative may issue investment shares and the particulars are attached  | <input checked="" type="checkbox"/>   | La coopérative peut émettre des parts de placement (voir les détails ci-joints).   |
| 10- One of the statements below is required for continuance (Check the appropriate statement)  |   | Une des déclarations ci-dessous est requise pour une prorogation (Indiquer la déclaration pertinente)   |  |
| <input checked="" type="checkbox"/>  | The cooperative will be organized and operated and will carry on business on a cooperative basis. (Continuance under subsection 285(1))   | <input checked="" type="checkbox"/>   | La coopérative sera organisée et exploitée et exercera ses activités commerciales selon le principe coopératif. [Prorogation conformément au paragraphe 285(1)].   |
| <input type="checkbox"/>   | After amalgamation, the cooperative will be organized and operated and will carry on business on a cooperative basis. (Continuance under subsection 285(2))   | <input type="checkbox"/>  | Après la fusion, la coopérative sera organisée et exploitée et exercera ses activités commerciales selon le principe coopératif. [Prorogation conformément au paragraphe 285(2)]                             |
| 11- One of the statements below is required for continuance. (Check the appropriate statement)   |   | Une des déclarations ci-dessous est requise pour une prorogation (indiquer la déclaration pertinente).  |  |
| <input checked="" type="checkbox"/>  | The cooperative will carry on its undertaking in two or more provinces and will have a fixed place of business in more than one province. (Continuance under subsection 285(1))                     | <input checked="" type="checkbox"/>   | La coopérative exploitera son entreprise dans plus d'une province et elle aura des bureaux dans un lieu déterminé dans plus d'une province. [Prorogation conformément au paragraphe 285(1)]                  |
| <input type="checkbox"/>   | After amalgamation, the cooperative will carry on its undertaking in two or more provinces and will have a fixed place of business in more than one province. (Continuance under subsection 285(2)) | <input type="checkbox"/>  | Après la fusion, la coopérative exploitera son entreprise dans plus d'une province et elle aura des bureaux dans un lieu déterminé dans plus d'une province. [Prorogation conformément au paragraphe 285(2)] |
| 12- a) If change of name effected, previous name   |   | a) S'il y a changement de dénomination sociale, indiquer la dénomination antérieure.  |  |
| Agropur, coopérative agro-alimentaire  |   | Agropur, coopérative agro-alimentaire   |  |
| b) Details of incorporation  |   | b) Détails de la constitution   |  |
| Private Legislation of Quebec Legislature  |   | Loi spéciale de la législature du Québec autorisant la prorogation  |  |
| 13- Restrictions, if any, on the powers of directors to manage the business of the cooperative other than by unanimous agreement   |   | Restrictions, s'il y a lieu, quant au pouvoir des administrateurs de gérer les activités commerciales de la coopérative autrement que par convention unanime  |  |
| NONE   |   | AUCUNE  |  |
| 14- Other provisions, if any   |   | Autres dispositions, s'il y a lieu.   |  |
| Agropur shall always maintain in Quebec its head office or the head office of any legal person resulting from an alteration of its structure that would operate to fundamentally change the legal status of Agropur<br>Share transfer restrictions are provided for in Attachment "A" being an integral part of this section |   | Agropur conservera toujours son siège social au Québec ainsi que celui de toute personne morale issue d'une modification de structure qui aurait pour effet de modifier substantiellement la nature juridique d'Agropur.<br>Des restrictions aux transferts de parts sont prévues à l'annexe «A» qui fait partie intégrante de cette rubrique |  |
| Date   | Signature of director or authorized officer   | Signature d'un administrateur ou d'un dirigeant autorisé  | Titre - Titre  |
| 25 OCTOBRE 2000  |    |    | Président  |
| FOR DEPARTMENTAL USE ONLY - À L'USAGE DU MINISTÈRE   |   |   |  |
| Cooperative no. - N° de la coopérative   |   | Filed - Déposé  |  |
| 382700 '3  |   | NOV 22 2000   |  |

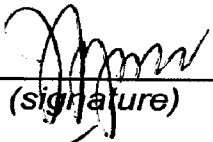
**DESIGNATION OF DOMESTIC REPRESENTATIVE**

Trademark: **OKA & DESIGN**  
 Registration No. **1 875 396**  
 Date of Registration: **January 24, 1995**  
 Registrant: **AGROPUR COOPERATIVE**

**HERBERT L. BELLO**, whose postal address is at **One Hollis Street, Wellesley, Massachusetts, 02482, U.S.A.**, is designated as registrant's representative upon whom notice or process in proceedings affecting the mark may be served.

Signed this 31 day of August, 2004.

**AGROPUR COOPERATIVE**

By:   
 (signature)  
 Printed name: Jean Laporte  
 Title: VP marketing

**CERTIFICATION UNDER 37 CFR 1.8(a) and 1.10**

I hereby certify that, on the date shown below, this correspondence is being:

**MAILING**

[x] deposited with the United States Postal Service in an envelope addressed to the Commissioner for Trademarks, P.O. Box 1451, Alexandria, VA 22313-1451

37 CFR 1.8(a)

37 CFR 1.10

[x] with sufficient postage as first class mail.

[ ] as "Express Mail Post Office to Addressee"  
Mailing Label No. \_\_\_\_\_ (mandatory)

Date:

January 29, 2005

Signature

Herbert L. Bello

Herbert L. Bello

**TRADEMARK**

Attorney's File No.: 37151

OWNER: AGROPUR COOPERATIVE

MARK: OKA and design

REG. NO.: 1,875,396

CLASS: 029

Commissioner for Trademarks

P.O. Box 1451

Alexandria, VA 22313-1451



01-26-2005

U.S. Patent & TMO/TM Mail Rcpt Dt. #72

Sir:

**Transmittal of Combined Declaration of Use/Application For Renewal of Registration**

Enclosed herewith is a combined declaration of use in commerce/application for renewal of registration under §§ 8 & 9 (15 USC §§ 1058 & 1059) for the above-identified registration together with one specimen for each international class covered showing the mark as currently used in commerce.

Also, enclosed is:

[x] a check in the amount of \$540 to cover the filing fee and recordation fee for change in corporate name

[ ] a check in the amount of \$700 to cover the filing fee and grace period fee

**Extra Charge Authorization**

In the event that the fee submitted herewith is insufficient, please charge Deposit Account No. 02-1853 for an amount equal to the insufficiency in order to enable filing of the combined

**TRADEMARK**

**REEL: 003126 FRAME: 0549**

Mark: OKA and design

Registration Number: 1,875,396

Registration Date: January 24, 1995

In the event that the fee submitted herewith is insufficient, please charge Deposit Account No. 02-1853 for an amount equal to the insufficiency in order to enable filing of the combined declaration of use in commerce/application for renewal of registration on the date of receipt by the Patent and Trademark Office for all classes in the registration.

Also, in the event that any subsequently filed papers require additional fees not covered by submitted amounts, please charge the aforesaid account accordingly. A duplicate copy of this sheet is enclosed.

The Commissioner is requested to credit overpayments to Deposit Account No. 02-1853.

Respectfully submitted,

Date:

Jan. 24, 2005



Herbert L. Bello  
Reg. No. 25,418  
One Hollis Street  
Wellesley, MA 02482  
Telephone (781) 235-4457  
Facsimile (781) 235-6448  
Attorney for Owner