



DATE:	DOCUMENT ID	DESCRIPTION	FILING	EXPED	PENALTY	CERT	COPY
04/27/2009	200911700194	DOMESTIC ARTICLES/CO-OPERATIVE (ARO)	125.00	100.00	.00	.00	.00

Receipt

This is not a bill. Please do not remit payment.

CRITCHFIELD, CRITCHFIELD & JOHNSTON, LTD
 ATTN: KATHY M. WORKINGER
 225 N. MARKET ST
 WOOSTER, OH 44691

**STATE OF OHIO
 CERTIFICATE**

Ohio Secretary of State, Jennifer Brunner

1853128

It is hereby certified that the Secretary of State of Ohio has custody of the business records for

WOOSTER LOCAL FOODS COOPERATIVE, INC.

and, that said business records show the filing and recording of:

Document(s)

DOMESTIC ARTICLES/CO-OPERATIVE

Document No(s):

200911700194



United States of America
 State of Ohio
 Office of the Secretary of State

Witness my hand and the seal of
 the Secretary of State at Columbus,
 Ohio this 24th day of April, A.D.
 2009.

Ohio Secretary of State



Prescribed by:
 The Ohio Secretary of State
 Central Ohio: (614) 466-3910
 Toll Free: 1-877-SOS-FILE (1-877-767-3453)

www.sos.state.oh.us
 e-mail: busserv@sos.state.oh.us

Expedite this Form: (Select One)	
Mail to one of the following:	
<input checked="" type="radio"/> Yes	PO Box 1390 Columbus, OH 43216
*** Requires an additional fee of \$100 ***	
<input type="radio"/> No	PO Box 670 Columbus, OH 43216

INITIAL ARTICLES OF INCORPORATION

(For Domestic Profit or Nonprofit)
 Filing Fee \$125.00

RECEIVED

APR 24 2009

THE UNDERSIGNED HEREBY STATES THE FOLLOWING:

(CHECK ONLY ONE (1) BOX)

SECRETARY OF STATE

<input type="checkbox"/> (1) Articles of Incorporation Profit (113-ARF) ORC 1701	<input checked="" type="checkbox"/> (2) Articles of Incorporation Non-Profit (114-ARN) ORC 1702	<input type="checkbox"/> (3) Articles of Incorporation Professional (170-ARP) Profesalon ORC 1785
--	---	--

Complete the general information in this section for the box checked above.

FIRST: Name of Corporation Wooster Local Foods Cooperative, Inc.

SECOND: Location Wooster Wayne
(City) (County)

Effective Date (Optional) _____ Date specified can be no more than 90 days after date of filing. If a date is specified, the date must be a date on or after the date of filing.
(mm/dd/yyyy)

Check here if additional provisions are attached

Complete the information in this section if box (2) or (3) is checked. Completing this section is optional if box (1) is checked.

THIRD: Purpose for which corporation is formed

See the attached CONTINUATION TO INITIAL ARTICLES OF INCORPORATION OF
WOOSTER LOCAL FOODS COOPERATIVE, INC. which Continuation is incorporated herein
by reference.

Complete the information in this section if box (1) or (3) is checked.

FOURTH: The number of shares which the corporation is authorized to have outstanding (Please state if shares are common or preferred and their par value if any)

_____	_____	_____
<small>(No. of Shares)</small>	<small>(Type)</small>	<small>(Par Value)</small>

(Refer to instructions if needed)

Completing the information in this section is optional

FIFTH: The following are the names and addresses of the individuals who are to serve as initial Directors.

(Name)

(Street) **NOTE: P.O. Box Addresses are NOT acceptable.**

(City) _____ (State) _____ (Zip Code)

(Name)

(Street) **NOTE: P.O. Box Addresses are NOT acceptable.**

(City) _____ (State) _____ (Zip Code)

(Name)

(Street) **NOTE: P.O. Box Addresses are NOT acceptable.**

(City) _____ (State) _____ (Zip Code)

REQUIRED
Must be authenticated
(signed) by an authorized
representative
(See Instructions)



Authorized Representative

4/24/2009

Date

James J. Lanham

(Print Name)
225 N. Market St., PO Box 599

Wooster, OH 44691

Authorized Representative

Date

(Print Name)

Authorized Representative

Date

(Print Name)

CONTINUATION TO INITIAL ARTICLES OF INCORPORATION
Of
WOOSTER LOCAL FOODS COOPERATIVE, INC.

The Corporation is organized and shall be operated as a nonprofit Farmers' Cooperative under Section 521 of the Internal Revenue Code of 1986 as amended from time to time (the "Code"). This Corporation is organized and operated on a cooperative basis (A) for the purpose of marketing the products of members or other producers, and turning back to them the proceeds of sales, less the necessary marketing expenses, on the basis of either the quantity or the value of the products furnished by them, or (B) for the purpose of purchasing supplies and equipment for the use of members or other persons, and turning over such supplies and equipment to them at actual cost, plus necessary expenses.

The Corporation may, but is not required, to issue capital stock. If capital stock is issued, the dividend rate of such stock shall be fixed at not to exceed the legal rate of interest in the State of incorporation or 8 percent per annum, whichever is greater, on the value of the consideration for which the stock was issued, and substantially all such stock (other than nonvoting preferred stock, the owners of which are not entitled or permitted to participate, directly or indirectly, in the profits of the association, upon dissolution or otherwise, beyond the fixed dividends) shall be owned by producers who market their products or purchase their supplies and equipment through the association.

The Corporation may, but is not required, to accumulate and maintain a reserve if required by State law, or may accumulate and maintain a reasonable reserve for any necessary purpose.

The Corporation may, but is not required, to market the products of nonmembers so long as such nonmember products are in an amount the value of which does not exceed the value of the products marketed for members, and the Corporation may purchase supplies and equipment for nonmembers in an amount the value of which does not exceed the value of the supplies and equipment purchased for members, provided the value of the purchases made for persons who are neither members nor producers does not exceed 15 percent of the value of all its purchases.

The Corporation may, but is not required, to do business for the United States or any of its agencies.

The Corporation may, but is not required, to compute its net earnings for purposes of determining any amount available for distribution to patrons in the manner described in paragraph (1) of section 1388(j) of the Code.

The Corporation shall not carry on any activities not permitted under Section 521 of the Code and may carry on any activities permitted for such Section 521 cooperatives.