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Cook County Recorder 25.50

Form **BCA-13.15**
(Rev. Jan. 1999)

APPLICATION FOR CERTIFICATE OF AUTHORITY TO TRANSACTION BUSINESS IN ILLINOIS

SUBMIT IN DUPLICATE!

Jesse White, Secretary of State
Department of Business Services
Springfield, IL 62756
Telephone (217) 782-1834
http://www.sos.state.il.us

This space for use by Secretary of State

FILED

MAY 15 2002

JESSE WHITE
SECRETARY OF STATE

This space for use by
Secretary of State

Date 5-15-02
License Fee \$
Franchise Tax \$ 1602.48
Filing Fee \$ 100.00
Penalties \$ 368.32
Approved: \$ 2070.80

Payment must be made by
certified check, cashier's check,
Illinois attorney's check, Illinois
C.P.A.'s check or money order,
payable to "Secretary of State."

1. (a) CORPORATE NAME: Hawkins, Inc.



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(Complete item 1 (b) only if the corporate name is not available in this state.)

(b) ASSUMED CORPORATE NAME: _____

(By electing this assumed name, the corporation hereby agrees NOT to use its corporate name in the transaction of business in Illinois. Form BCA 4.15 is attached.)

2. (a) State or Country of Incorporation: Minnesota

(b) Date of Incorporation: 12-30-55

(c) Period of Duration: perpetual

3. (a) Address of the principal office, wherever located:

(b) Address of principal office in Illinois:

(If none, so state)

3100 East Hennepin Avenue

10100 South Archer

Minneapolis, MN 55413

Willow Springs, IL 60480

4. Name and address of the registered agent and registered office in Illinois.

Registered Agent CT Corporation System

First Name

Middle Name

Last Name

Registered Office 208 South LaSalle Street

Number

Street

Suite #

Chicago, IL 60604

City

ZIP Code

Cook

County

5. States and countries in which it is admitted or qualified to transact business: (Include state of incorporation)

Wisconsin, South Dakota, North Dakota, Iowa, Nebraska, Montana

6. Names and residential addresses of officers and directors:

Name	No. & Street	City	State	ZIP
President	Kurt R. Norman	2371 South Shore Boulevard	White Bear Lake, MN	55110
Secretary	Marvin E. Dee	9180 Chesshire Lane North	Maple Grove, MN	55369
Director	see attached			
Director				
Director				

If more than 3, attach list

5-15-02
1-3
MJ

7. Purpose or purposes proposed to be pursued in transacting business in this state:
 (If not sufficient space to cover this point, add one or more sheets of this size.)

Sales and distribution of chemical products

8. Authorized and issued shares:

Class	Series	Par Value	Number of Shares Authorized	Number of Shares Issued
common	none	\$.05	30,000,000	10,217,934

9. Paid-in Capital: \$ 37,747,492.00
 ("Paid-in Capital" replaces the terms Stated Capital & Paid-in Surplus and is equal to the total of these accounts.)

10. (a) Give an estimate of the total value of all the property* of the corporation for the following year: \$ 39,500,000.00
- (b) Give an estimate of the total value of all the property* of the corporation for the following year that will be located in Illinois: \$ 120,000.00
- (c) State the estimated total business of the corporation to be transacted by it everywhere for the following year: \$ 110,000,000.00
- (d) State the estimated annual business of the corporation to be transacted by it at or from places of business in the State of Illinois: \$ 2,600,000.00

11. Interrogatories: (Important – this section must be complete.)

- ** (a) Office or offices to which all contracts with the corporation are forwarded for final acceptance: See 3(a)
- (b) Number of shares of all classes owned by residents of Illinois: publicly held
- (c) Number of shares of all classes owned by non-residents of Illinois: corporation
- (d) Is the corporation transacting business in this state at this time? yes
- (e) If the answer to item 11(d) is yes, state the exact date on which it commenced to transact business in Illinois: 6/1/01

12. This application is accompanied by a certified copy of the articles of incorporation, as amended, duly authenticated, within the last ninety (90) days, by the proper officer of the state or country wherein the corporation is incorporated.

13. The undersigned corporation has caused this statement to be signed by its duly authorized officers each of whom affirms, under penalties of perjury, that the facts stated herein are true. (All signatures must be in **BLACK INK**.)

Dated April 10, 2002
 (Month & Day) (Year)

Hawkins, Inc.
 (Exact Name of Corporation)

attested by [Signature]
 (Signature of Secretary or Assistant Secretary)

[Signature]
 (Signature of President or Vice President)

Marvin E. Dee, Secretary
 (Type or Print Name and Title)

by Kurt R. Norman, President
 (Type or Print Name and Title)

* PROPERTY as used in this application shall apply to all property of the corporation, real, personal, tangible, intangible, or mixed without qualifications.

** When the response to #11(a) lists ONLY an Illinois address, then the total business as reflected in #10(c) is also considered to be Illinois business for the purpose of computing the Illinois allocation factor. By signing this application, the corporation affirms that it is aware that the amount of paid-in capital, and consequently the amount of license fees and franchise taxes, may be proportionately higher due to the Illinois address shown under #11(a).

HAWKINS, INC.

Names and Address of Directors

Name	Address	Office Held
John R. Hawkins	15900 Nursery Drive Minnetonka, MN 55345	Director
Kurt Norman	2371 South Shore Boulevard White Bear Lake, MN 55110	Director
Dean L. Hahn	P.O. Box 1281 Burnsville, MN 55337	Director
Donald L. Shipp	21205 Floral Bay North Forest Lake, MN 55025	Director
Howard M. Hawkins	22312 Sugarbush Road Elk River, MN 55330	Director
John S. McKeon	4717 Chantrey Place Minnetonka, MN 55345	Director
Duane M. Jergenson	1201 Yale Place, Apt. 702 Minneapolis, MN 55403	Director
Daryl I. Skaar	637 Galahad Road North Hudson, WI 54016	Director
G. Robert Gey	6620 LaCasse Dr. Hugo, MN 55038	Director