



**ROVING GRAIN BUYER'S BOND  
PUBLIC SERVICE COMMISSION  
SFN 52019 (05-99)**

RECEIVED

AUG 27 2008

**BOND NO: 8925197**

**PRINCIPAL**

Name <b>SunRich LLC and SunRich LLC dba SunOpta Grains and Food Group and SunOpta Sunflower</b>			
Address <b>3824 93rd Street, S. W.</b>		City <b>NORTH DAKOTA</b>	State <b>Minnesota</b>
		City <b>PUBLIC SERVICE COMMISSION</b>	Zip Code <b>56046-00128</b>

**SURETY**

Name <b>Fidelity and Deposit Company of Maryland</b>			
Address <b>3910 Keswick Road</b>		City <b>Baltimore</b>	State <b>MD</b>
			Zip Code <b>21211</b>

We, the above named PRINCIPAL and SURETY are bound to the State of North Dakota in the penal sum of Two Hundred Fifty Five Thousand and 00/100's Dollars, for the use and benefit of all persons selling grain to or through the PRINCIPAL. The payment of the penal sum shall bind ourselves, our heirs, legal representatives, successors, and assigns, jointly and severally.

The PRINCIPAL has made application to the North Dakota Public Service Commission (Commission), to be licensed as a "Roving Grain Buyer," entitled to do business as such a place within the State of North Dakota.

The condition of this obligation is as follows: if the PRINCIPAL shall (1) faithfully perform all duties as a roving grain buyer, (2) comply with the provisions of law and the rules of the Commission applicable to the business of a roving grain buyer, and (3) pay for all grain purchased or marketed and all sums for which the PRINCIPAL shall become liable to persons dealing with the PRINCIPAL or his agent or agents within the State of North Dakota from loss or damage by reason of any violation of law or rules applicable to the business of a roving grain buyer, then this obligation shall be void, otherwise it shall remain in effect, provided, however, that this surety bond shall not accrue to the benefit of any person entering into a credit-sale contract with the PRINCIPAL.

Liability for this undertaking commences on August 22, 2008, and shall be continuous unless the SURETY by certified mail notifies the PRINCIPAL and the Commission that the surety bond has been canceled. The cancellation notice shall state that the surety bond will be canceled ninety (90) days after the receipt of the cancellation notice or on a later date specified by the SURETY. In no event shall the aggregate liability of the SURETY accumulate for each successive annual license renewal period during which the bond is in force but, for losses, during any annual license renewal period, shall be limited in the aggregate to the bond amount stated or changed by appropriate endorsement or rider.

The liability of the SURETY for any violation of the obligations hereof by the PRINCIPAL during the period of time the bond remains in effect, shall remain in force thereafter for such period of time as may be permitted under the laws of the State of North Dakota.

This bond, including definitions of the terms used herein, is governed by the provisions of Chapters 60-02.1 of the North Dakota Century Code.

Countersigned by North Dakota Resident Agent: Name/Signature <b>N/A</b>			
Address	City	<b>ND</b>	Zip Code

**THIS SECTION TO BE COMPLETED BY PRINCIPAL**

**ACKNOWLEDGMENT OF PRINCIPAL**

State of Minnesota )  
County of Steele ) ss.

On this 25<sup>th</sup> day of August, 2008,  
before me personally appeared Ricky Johnson  
known to me to be the person of said corporation described in and  
who executed the within instrument as PRINCIPAL and  
acknowledged to me that he/she or said corporation executed the  
same.

*R. J. Johnson* Vice Pres.  
\_\_\_\_\_  
Signature of Principal

*Raquel Hansen*  
\_\_\_\_\_  
Notary Public

**RAQUEL HANSEN**  
Notary Public, Minnesota  
My Commission Expires 2011  
(SEAL) My Commission Expires Jan 31, 2011

**THIS SECTION TO BE COMPLETED BY SURETY**

**ACKNOWLEDGMENT OF SURETY  
(Corporate Officer)**

State of Tennessee )  
County of Knox ) ss.

On this 22nd day of August, 2008,  
before me personally appeared Carolyn E. Wheeler, Attorney-in-Fact  
known to me to be Attorney-in-Fact  
of said corporation that is described in and that executed the within  
instrument as SURETY, and acknowledged to me that such corporation  
executed the same.

Carolyn E. Wheeler, Attorney-in-Fact  
\_\_\_\_\_  
Name and Title of Person Signing for Surety

*Carolyn E. Wheeler*  
\_\_\_\_\_  
Signature

*Rebecca R. Kendall*  
\_\_\_\_\_  
Notary Public

My Commission expires March 3, 2012  
(SEAL) **REBECCA R. KENDALL**  
STATE OF TENNESSEE  
NOTARY PUBLIC  
KNOX COUNTY  
My Commission Expires March 3 2012

North Dakota Public Service Commission  
600 E Boulevard Ave Dept 408  
Bismarck, ND 58505-0480

Telephone 701-328-4097  
Fax 701-328-2400

ATTORNEY-IN-FACT MUST ATTACH VALID POWER OF ATTORNEY FROM SURETY.

**Power of Attorney**  
**FIDELITY AND DEPOSIT COMPANY OF MARYLAND**

KNOW ALL MEN BY THESE PRESENTS: That the FIDELITY AND DEPOSIT COMPANY OF MARYLAND, a corporation of the State of Maryland, by FRANK E. MARTIN JR., Vice President, and GERALD F. HALEY, Assistant Secretary, in pursuance of authority granted by Article VI, Section 2, of the By-Laws of said Company, which are set forth on the reverse side hereof and are hereby certified to be in full force and effect on the date hereof, does hereby nominate, constitute and appoint **Barbara A. THOMPSON, Carolyn E. WHEELER, Leslie M. PATTERSON, Novetta M. ANDERSON and Kellie A. TURNER, all of Knoxville, Tennessee, EACH** its true and lawful agent and Attorney-in-Fact, to make, execute, seal and deliver, for, and on its behalf as surety, and as its act and deed, **any and all bonds and undertakings**, and the execution of such bonds or undertakings in pursuance of these presents, shall be as binding upon said Company, as fully and amply, to all intents and purposes, as if they had been duly executed and acknowledged by the regularly elected officers of the Company at its office in Baltimore, Md., in their own proper persons.

The said Assistant Secretary does hereby certify that the extract set forth on the reverse side hereof is a true copy of Article VI, Section 2, of the By-Laws of said Company, and is now in force.

IN WITNESS WHEREOF, the said Vice-President and Assistant Secretary have hereunto subscribed their names and affixed the Corporate Seal of the said FIDELITY AND DEPOSIT COMPANY OF MARYLAND, this 26th day of October, A.D. 2006.

ATTEST:

**FIDELITY AND DEPOSIT COMPANY OF MARYLAND**



*Gerald F. Haley*

*Frank E. Martin Jr.*

By:

*Gerald F. Haley* Assistant Secretary      *Frank E. Martin Jr.* Vice President

State of Maryland } ss:  
City of Baltimore }

On this 26th day of October, A.D. 2006, before the subscriber, a Notary Public of the State of Maryland, duly commissioned and qualified, came FRANK E. MARTIN JR., Vice President, and GERALD F. HALEY, Assistant Secretary of the FIDELITY AND DEPOSIT COMPANY OF MARYLAND, to me personally known to be the individuals and officers described in and who executed the preceding instrument, and they each acknowledged the execution of the same, and being by me duly sworn, severally and each for himself deposed and saith, that they are the said officers of the Company aforesaid, and that the seal affixed to the preceding instrument is the Corporate Seal of said Company, and that the said Corporate Seal and their signatures as such officers were duly affixed and subscribed to the said instrument by the authority and direction of the said Corporation.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my Official Seal the day and year first above written.



*Constance A. Dunn*

*Constance A. Dunn* Notary Public  
My Commission Expires: July 14, 2011

## EXTRACT FROM BY-LAWS OF FIDELITY AND DEPOSIT COMPANY OF MARYLAND

“Article VI, Section 2. The Chairman of the Board, or the President, or any Executive Vice-President, or any of the Senior Vice-Presidents or Vice-Presidents specially authorized so to do by the Board of Directors or by the Executive Committee, shall have power, by and with the concurrence of the Secretary or any one of the Assistant Secretaries, to appoint Resident Vice-Presidents, Assistant Vice-Presidents and Attorneys-in-Fact as the business of the Company may require, or to authorize any person or persons to execute on behalf of the Company any bonds, undertakings, recognizances, stipulations, policies, contracts, agreements, deeds, and releases and assignments of judgements, decrees, mortgages and instruments in the nature of mortgages,...and to affix the seal of the Company thereto.”

### CERTIFICATE

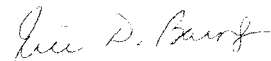
I, the undersigned, Assistant Secretary of the FIDELITY AND DEPOSIT COMPANY OF MARYLAND, do hereby certify that the foregoing Power of Attorney is still in full force and effect on the date of this certificate; and I do further certify that the Vice-President who executed the said Power of Attorney was one of the additional Vice-Presidents specially authorized by the Board of Directors to appoint any Attorney-in-Fact as provided in Article VI, Section 2, of the By-Laws of the FIDELITY AND DEPOSIT COMPANY OF MARYLAND.

This Power of Attorney and Certificate may be signed by facsimile under and by authority of the following resolution of the Board of Directors of the FIDELITY AND DEPOSIT COMPANY OF MARYLAND at a meeting duly called and held on the 10th day of May, 1990.

RESOLVED: "That the facsimile or mechanically reproduced seal of the company and facsimile or mechanically reproduced signature of any Vice-President, Secretary, or Assistant Secretary of the Company, whether made heretofore or hereafter, wherever appearing upon a certified copy of any power of attorney issued by the Company, shall be valid and binding upon the Company with the same force and effect as though manually affixed."

IN TESTIMONY WHEREOF, I have hereunto subscribed my name and affixed the corporate seal of the said Company,

this 22nd day of August, 2008.



*Assistant Secretary*