

PREMIER AG CO-OP, INC

MEMBERSHIP APPLICATION AND AGREEMENT

The undersigned hereby applies for membership in Premier Ag Co-op, Inc. (The "Association").

Member's Name (Print): _____ Title (If Applicable): _____

Address: Street _____ City/State/Zip _____

Phone Number: (____) _____ e-mail Address _____ Date of Birth ____/____/____

Lived at Present Address _____ years Occupation other than farming _____

Member Entity: Individual _____ Partnership _____ Corporation _____ Other _____

In making this application, the Member agrees and consents as follows upon acceptance of this application by the Association's Board of Directors:

1. That Member is an agricultural producer, or otherwise has an interest in the production of agricultural products or is an association of such producers, and hereby represents that Member meets the eligibility requirements as stated in the Association's bylaws.
2. That Member understands that retention of Member's voting common stock in the Association is dependent upon Member meeting minimum annual marketing and product or service purchase levels and other requirements as stated in the Association's bylaws. Such annual minimum marketing and purchase requirements are subject to adjustment from time to time by the Association's Board of Directors/members.
3. That Member has had the opportunity to review the bylaws of the Association and agrees to abide by the provisions contained therein and as amended in the future.
4. That Member, by accepting this membership, consents that the amount of any distributions with respect to the member's patronage which are made in written notices of allocation (as defined in 26 U.S.C. 1388), and which are received by the Member from the Association, will be taken into account by the Member at their stated dollar amounts in the manner provided in 26 U.S.C. 1385 (a) in the tax year in which such written notices of allocation are received.
5. That Member has completed and signed IRS Form W-9, Payer's Request for Taxpayer Identification Number. This form is attached to this application.
6. That Member specifically agrees to the provisions of Article XI, Section 6 of the Association's bylaws regarding unclaimed patronage refunds and credits (whether in the form of accounts or securities issued in redemption of such credits) and other member accounts and investments that may be owed to Member by the Association at some future date when Member's whereabouts may not be ascertainable to the Association.
7. That this agreement is not transferable unless such transfer is approved by the Association's Board of Directors.
8. That, if Member is an entity other than an individual, the entity will, upon request, keep on file with the Association's corporate secretary a written record of the person currently designated to vote on behalf of the Member entity. Member understands that the designated person is the only person who will be able to cast the entity's vote until the Association is notified of a new designated representative.
9. That Member agrees to cooperate with the Association, if so requested, in signing and/or filing the necessary documents to secure the Association's lien interest in Member's equity instruments and accounts as established in Article X of the Association's bylaws.

Upon acceptance of this application by the Association's Board of Directors, the Association will issue one share of voting common stock with a par value of five dollars (\$5.00) to the Member.

The membership established by this agreement shall remain in effect until the Association's Board of Directors finds that the Member is no longer eligible for membership under the Association's bylaw provisions, or until the Member notifies the Association in writing of the intention to terminate this membership. Redemption of the Member's voting common stock share will be at the discretion of the Board of Directors under bylaw provisions of the Association.

Member's Signature: _____ Date _____

FARM LOCATION(S): _____

FARM DATA: Acreage owned _____ Acreage rented _____ No of years farming experience _____

Landlord's name and address _____

TYPE OF FARMING: Grain _____ No. of Acres _____ Livestock _____ Type _____ No. of Head _____
Type _____ No. of Head _____

Are you currently patronizing Premier Ag Co-op, Inc.? _____ Yes _____ No

If Yes - Check all areas that apply. _____ Agronomy _____ Energy _____ Grain _____ Other _____

The above application for membership in Premier Ag Co-op, Inc. is accepted this _____ day of _____.

A payment of \$5.00 for one share of voting common stock was received _____, _____. A completed Form W9 is attached.

By: _____, _____
Officer's Signature Title

By: _____, _____
Officer's Signature Title

SUMMARY OF BYLAW PROVISIONS

Qualifications for Membership. (a) The members of the Association shall be the holders of its voting common stock who are qualified to hold same in accordance with the provisions of the Articles of Incorporation and of these Bylaws, and who patronize and cooperate with the Association.

(b.) Any person, partnership, corporation or association who or which is a producer of agricultural products, or who or which by virtue of being a landlord or tenant, shares or has an interest in the production of agricultural products, and any association of such producers may become a member by patronizing this Association and acquiring at least one (1) share of its voting common stock, and may remain a member of this Association so long as he or it is a producer, has an interest in the production of agricultural products or is an association of such producers and continues to patronize this Association.

(c.) No person, partnership, corporation or association shall be deemed to be a patron of this Association if they have not patronized or done business with this Association at the minimum required levels during the immediately preceding three fiscal years. The minimum patronage amount shall be reviewed and adjusted from time to time to establish a reasonable minimum patronage level to be eligible to be a voting member of the Association.

(d.) The Board of Directors shall have the right to permit or deny the acquisition or retention of voting common stock of this Association by any patron otherwise eligible for such ownership, in the event that the Board of Directors determines that allowing the acquisition or retention of such status would be contrary to the interests of the Association and its members.

(e.) Any member terminated under (c) or (d) shall have the right to appeal such decision through a hearing before the Board of Directors at the next board meeting following such termination.