

PURCHASE OF CO-OP STOCK  
SUBSCRIPTION AGREEMENT  
HAMILTON FARMERS MARKET COOPERATIVE  
PO Box 844, Hamilton, MT 59840

HAMILTON FARMERS MARKET COOPERATIVE IS BEING FORMED AS A COOPERATIVE ASSOCIATION UNDER TITLE 35, CHAPTER 15, OF THE MONTANA CODE ANNOTATED, AND HAS DELIVERED A STATEMENT OF INTENT TO INCORPORATE A COOPERATIVE ASSOCIATION TO THE OFFICE OF THE MONTANA SECRETARY OF STATE.

THE SECRETARY OF STATE HAS LICENSED THE ORIGINAL INCORPORATORS AS COMMISSIONERS TO OFFER AT PAR 6,000 SHARES OF CAPITAL STOCK, WHICH ARE TO BE DESIGNATED AS FOLLOWS:

- (1) 5,000 SHARES OF COMMON MEMBERSHIP STOCK WITH A PAR VALUE OF \$50.00 PER SHARE.
- (2) 1,000 SHARES OF NON-VOTING PREFERRED STOCK WITH A PAR VALUE OF \$100.00 PER SHARE;

THE PREFERENCES, LIMITATIONS AND RELATIVE RIGHTS OF COMMON STOCK AND PREFERRED STOCK WILL BE AS FOLLOWS:

- (A) A SHAREHOLDER MAY OWN NO MORE OR LESS THAN ONE SHARE OF COMMON STOCK.
- (B) THE COOPERATIVE MAY AUTHORIZE A VARIATION IN THE RIGHTS OF THE CLASSES OF COMMON STOCK.
- (C) EACH HOLDER OF COMMON STOCK IS ENTITLED TO ONE VOTE FOR THE ELECTION OF DIRECTORS AND SUCH OTHER MATTERS AS MAY BE OR ARE REQUIRED BY LAW OR THESE BYLAWS TO BE PRESENTED TO THE SHAREHOLDERS FOR VOTE OR APPROVAL.
- (D) THE HOLDERS OF PREFERRED STOCK SHALL HAVE NO RIGHT TO VOTE FOR ELECTION OF DIRECTORS OR ON ANY MATTER PRESENTED TO THE SHAREHOLDERS FOR THEIR VOTE OR APPROVAL, EXCEPT AS MAY OTHERWISE BE REQUIRED BY MONTANA LAW.
- (E) THE HOLDERS OF PREFERRED STOCK ARE ENTITLED TO RECEIVE FROM THE COOPERATIVE ASSOCIATION SUCH CUMULATIVE OR NON-CUMULATIVE DIVIDENDS, AS MAY BE DETERMINED BY THE DIRECTORS AND SUBJECT TO THE LIMITATIONS THEREON UNDER MONTANA LAW.
- (F) UPON DISSOLUTION OF THE COOPERATIVE ASSOCIATION AND DISTRIBUTION OF ITS ASSETS, THE HOLDERS OF PREFERRED STOCK SHALL BE PAID IN FULL, AT PAR, BEFORE THE COOPERATIVE ASSOCIATION PAYS ANY AMOUNT ON ACCOUNT OF COMMON STOCK.

A. The undersigned does hereby irrevocably subscribe to purchase one share of common stock of Hamilton Farmers Market Cooperative ("Cooperative") for the amount set forth:

- One (1) Share of common membership stock for the purchase price of \$65.00 to be paid in full when submitting this Agreement

B. The undersigned does hereby irrevocably subscribe to purchase the following number of shares of non-voting preferred stock of the Cooperative for the amount set forth:

- # \_\_\_\_\_ Share(s) of non-voting preferred stock for the purchase price of \$100.00 per share for a total of \$ \_\_\_\_\_ to be paid in full when submitting this Agreement.

Cooperative reserves the right to reject, reduce or allot all subscriptions received.

The undersigned agrees that this subscription is irrevocable by the undersigned and that specific performance may be required by the Cooperative or the undersigned.

Date: \_\_\_\_\_

Signature: \_\_\_\_\_

Printed Name: \_\_\_\_\_

Mailing Address: \_\_\_\_\_ City, State, Zip \_\_\_\_\_

Telephone: \_\_\_\_\_ Email Address: \_\_\_\_\_