



THE UNITED STATES
CORPORATION
COMPANY

F000000000476

ACCOUNT NO. : 072100000032

REFERENCE : 557860 4353856

AUTHORIZATION : *Patricia Pigut*

COST LIMIT : \$ 70.00

ORDER DATE : January 19, 2000

ORDER TIME : 10:20 AM

ORDER NO. : 557860-005

CUSTOMER NO: 4353856

CUSTOMER: Ms. Karissa Harkin
Conagra, Inc.
One Conagra Drive
Mailstop Cc241
Omaha, NE 681025001

600003111046--7

FOREIGN FILINGS

NAME: MONFORT, INC.

7
841933

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Tamara Odom

BK
1/26/00

DEPT. OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

00 JAN 26 AM 11:32

RECEIVED

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DIVISION OF CORPORATIONS
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RESOLUTION OF BOARD OF DIRECTORS

(Please print or type)

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DIVISION OF CORPORATIONS
00 JAN 26 PM 3:16I, the undersigned Debra L. Keith, do hereby certify
(Name)that this Resolution of the Board of Directors of Monfort, Inc.

(Corporate Name)

a corporation duly organized and existing under the laws of the State of Delaware,was duly adopted on January 21, 2000Be it resolved, that Monfort, Inc.,
(Corporate Name)organized and existing in the State of Delaware, hereby adopts the nameConAgra Beef Company for use in Florida.Dated: January 21, 2000Debra L. Keith

Signature of either Chairman, Vice Chairman or any officer

Debra L. Keith

Type or print name

INHS19(4/96)

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSA
BUSINESS IN FLORIDA**

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*IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.*

1. Monfort, Inc.
(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)
2. Delaware 3. 84-0589412
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 3/12/69 5. perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. upon qualification
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. One ConAgra Drive, CC-242
Omaha, NE 68102-5001
(Current mailing address)
manufacture/distribution of food products
8. _____
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)
9. **Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)**
Name: The Prentice-Hall Corp. Service, Inc.
Office Address: 1201 Hays Street
Tallahassee, Florida, 32301
(Zip code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

The Prentice-Hall Corp. Service, Inc.

By: [Signature]
(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and addresses of officers and/or directors: (Street address **ONLY** - P.O. Box **NOT** acceptable)

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A. DIRECTORS (Street address only - P.O. Box NOT acceptable)

Chairman: See attached officers/directors rider

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS (Street address only - P.O. Box NOT acceptable)

President: See attached officers/directors rider

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. Debra L Keith
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Debra L. Keith, Vice President-Tax
(Typed or printed name and capacity of person signing application)

Directors, Officers Report

Monfort, Inc.

Tuesday, January 11, 2000

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DIRECTORS

Jay D. Bolding Director
Primary Address: ConAgra, Inc.
One ConAgra Drive
Omaha, NE 68102-5001

James P. O'Donnell Director
Primary Address: ConAgra, Inc.
One ConAgra Drive
Omaha, NE 68102-5001

John N. Simons Director
Primary Address: Monfort, Inc.
1900 AA St
P O Box 2480
Greeley, CO 80632-2480

OFFICERS

John N. Simons President
Primary Address: Monfort, Inc.
1900 AA St
P O Box 2480
Greeley, CO 80632-2480

James P. O'Donnell Vice President & Secretary
Primary Address: ConAgra, Inc.
One ConAgra Drive
Omaha, NE 68102-5001

Debra L. Keith Vice President, Tax
Primary Address: ConAgra, Inc.
One ConAgra Drive
Omaha, NE 68102-5001

Rodney T. Liddle Vice President
Primary Address: None given

Edward F Prosser Vice President
Primary Address: None given

Gary White Vice President
Primary Address: None given

Linda S. Harty Vice President, Treasurer
Primary Address: ConAgra, Inc.
One ConAgra Drive
Omaha, NE 68102-5001

David G. Withers Assistant Corporate Secretary

Monfort, Inc:

Primary Address:

ConAgra, Inc.
One ConAgra Drive
Omaha, NE 68102-5001

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State of Delaware
Office of the Secretary of State

PAGE 1

FILED
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DIVISION OF CORPORATIONS
00 JAN 26 PM 3:18

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "MONFORT, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE NINETEENTH DAY OF JANUARY, A.D. 2000.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.



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Edward J. Freel, Secretary of State

AUTHENTICATION: 0207581

DATE: 01-19-00