

F02000003699



ACCOUNT NO. : 072100000032
 REFERENCE : 706447 4372680
 AUTHORIZATION : *Patricia Pzyto*
 COST LIMIT : \$ 52.50

FILED
 2002 AUG 15 PM 3:11
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

ORDER DATE : August 15, 2002
 ORDER TIME : 10:40 AM
 ORDER NO. : 706447-005
 CUSTOMER NO: 4372680

000007136690--0

CUSTOMER: Scott H. Chun, Legal Assistant
 Drinker Biddle & Reath LLP
 One Logan Square
 18th & Cherry Street
 Philadelphia, PA 19103-6996

FOREIGN FILINGS

NAME: CF PRODUCTS ACQUISITION CORPORATION

XX PROFIT

XXXX AMENDMENT

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY
XX(2) CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Norma Hull, EXT# 1115

EXAMINER: _____
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

02 AUG 15 AM 11:46

RECEIVED

N.C.
 C. Coulllette AUG 15 2002

PROFIT CORPORATION
APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO
APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA
 (Pursuant to s. 607.1504, F.S.)

SECTION I
(1-3 MUST BE COMPLETED)

FILED
2002 AUG 15 PM 3:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

F02000003699
 Document Number of Corporation (If known)

1. CF PRODUCTS ACQUISITION CORPORATION
 (Name of corporation as it appears on the records of the Department of State)

2. Delaware 3. July 19, 2002
 (Incorporated under laws of) (Date authorized to do business in Florida)

SECTION II
(4-7 COMPLETE ONLY THE APPLICABLE CHANGES)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? July 25, 2002


5. Custom Food Products, Inc.
 (Name of corporation after the amendment, adding suffix "corporation" "company" or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation)

6. If the amendment changes the period of duration, indicate new period of duration.

 (New duration)

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

 (New jurisdiction)


 (Signature of the chairman or vice chairman of the board, president, or any officer, or if the corporation is in the hands of a receiver, trustee, or other court-appointed fiduciary, by that fiduciary)

Eric W. Ek
 (Typed or printed name)

August 12, 2002
 (Date)

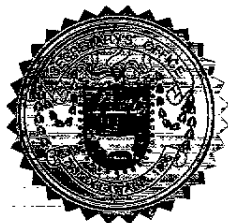
President and
Chief Executive Officer
 (Title)

Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT THE SAID "CF PRODUCTS ACQUISITION CORPORATION", FILED A RESTATED CERTIFICATE, CHANGING ITS NAME TO "CUSTOM FOOD PRODUCTS, INC.", THE TWENTY-FIFTH DAY OF JULY, A.D. 2002, AT 9 O'CLOCK A.M.



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

3522527 8320

AUTHENTICATION: 1930612

020508383

DATE: 08-12-02