

480292

ARTICLES OF MERGER
Merger Sheet

MERGING:

300002808443--9

PREMIUM FOODS, INC., a Florida corporation 480292

W.B. DISTRIBUTING, INC., a Florida corporation P94000087463

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into

FINE DISTRIBUTING, INC., a Delaware corporation F93000001649

File date: February 24, 1999

Corporate Specialist: Annette Ramsey