

819682



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 366528 4353856

AUTHORIZATION :

COST LIMIT : \$ 35.00

FILED
99 SEP -9 PM 4: 27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : September 7, 1999

ORDER TIME : 12:09 PM

ORDER NO. : 366528-010

CUSTOMER NO: 4353856

900002983189--9

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

FOREIGN FILINGS

NAME: HUNT-WESSON, INC.

XX PROFIT
 NON-PROFIT

XX CORPORATE
 LIMITED PARTNERSHIP

XXXX AMENDMENT

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janna Wilson

N.C.
C. COULLETTE SEP 10 1999

RECEIVED
99 SEP -9 PM 4: 10
DEPARTMENT OF STATE
DIVISION OF CORPORATE
TALLAHASSEE, FLORIDA

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)

1. Hunt-Wesson, Inc.
Name of corporation as it appears on the records of the Department of State.
2. Delaware 3. 6/30/66
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 19, 1999
5. ConAgra Grocery Products Company
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.

no change
New Duration

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

no change
New Jurisdiction

Debra L. Keith
Signature

8/31/99
Date

Debra L. Keith
Typed or printed name

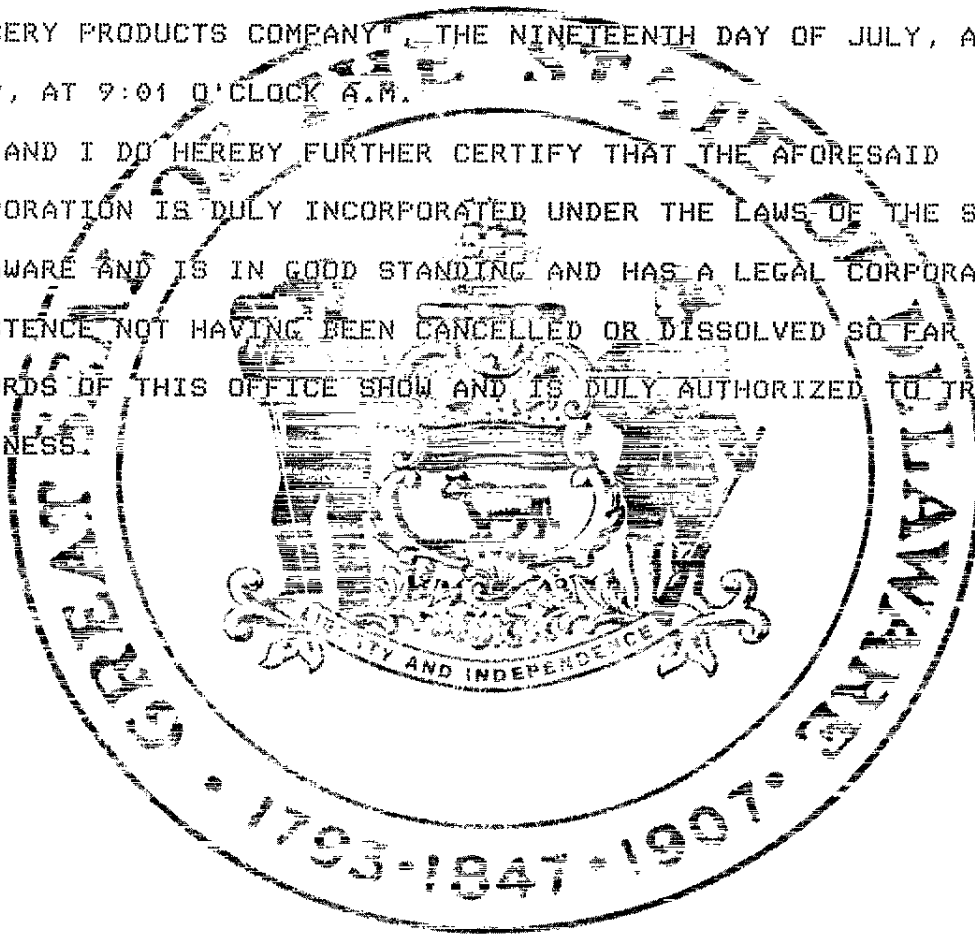
Vice President-Tax
Title

FILED
99 SEP -9 PM 4: 27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT THE SAID "HUNT-WESSON, INC.", FILED A CERTIFICATE OF AMENDMENT, CHANGING ITS NAME TO "CONAGRA GROCERY PRODUCTS COMPANY", THE NINETEENTH DAY OF JULY, A.D. 1999, AT 9:01 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID CORPORATION IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE NOT HAVING BEEN CANCELLED OR DISSOLVED SO FAR AS THE RECORDS OF THIS OFFICE SHOW AND IS DULY AUTHORIZED TO TRANSACT BUSINESS.



Edward J. Freel

Edward J. Freel, Secretary of State

0639821 8320

AUTHENTICATION:

9960030

991374963

DATE:

09-08-99