



THE UNITED STATES
CORPORATION
COMPANY

836694

ACCOUNT NO. : 072100000032

REFERENCE : 885009 4305223

AUTHORIZATION : Patricia Pizot

COST LIMIT : \$ 35.00

ORDER DATE : November 2, 2000

ORDER TIME : 11:05 AM

ORDER NO. : 885009-035

CUSTOMER NO: 4305223

CUSTOMER: Mr. Jason Benson
Mcgrath, North, Mullin &
One Central Park Plaza
Suite 1400
Omaha, NE 68102

FILED
00 NOV -6 PM 1:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

None
Change
Amended
00000000 26594

RECEIVED

00 NOV -6 PM 1:48

DIVISION OF CORPORATION

FOREIGN FILINGS

500003453525--7

NAME: CONAGRA, INC.

XX PROFIT

XX CORPORATE

XXXX AMENDMENT

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

CONTACT PERSON: Norma Hull

*02250, 00524, 00672

NOV
11 11 600



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

November 6, 2000

CSC
1201 Hays Street
Tallahassee, FL 32301

SUBJECT: CONAGRA, INC.
Ref. Number: 836694

RESUBMIT
Please give original
submission date as file date.

We have received your document for CONAGRA, INC. and the authorization to debit your account in the amount of \$35.00. However, the document has not been filed and is being returned for the following:

The date on line 3 is incorrect. Please see the attached printout.

If you have any questions concerning the filing of your document, please call (850) 487-6907.

Annette Ramsey
Corporate Specialist

Letter Number: 000A00057552

RECEIVED
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
NOV - 7 AM 10:37
TO ATTORNEY
SUFFICIENTLY OF FILMS

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
NOV -6 PM 1:57
STATE
ALABAMA
TALLAHASSEE, FLORIDA

1. ConAgra, Inc.
Name of corporation as it appears on the records of the Department of State.

2. Delaware
Incorporated under laws of

3. 07/16/1976
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 September 28, 2000

5. ConAgra Foods, 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.

No change
New Duration

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

No change
New Jurisdiction

Debra L. Keith
Signature

10/27/00
Date

Debra L. Keith
Typed or printed name

Vice President, Tax
Title

State of Delaware
Office of the Secretary of State PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT THE SAID "CONAGRA, INC.", FILED A CERTIFICATE OF AMENDMENT, CHANGING ITS NAME TO "CONAGRA FOODS, INC.", THE TWENTY-EIGHTH DAY OF SEPTEMBER, A.D. 2000, AT 5 O'CLOCK P.M.



A handwritten signature in cursive script, reading "Edward J. Freel", is written over a horizontal line.

Edward J. Freel, Secretary of State

0818944 8320

001553422

AUTHENTICATION: 0771663

DATE: 11-02-00