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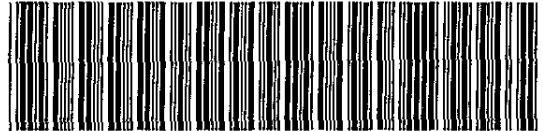
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Acknowledgment

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07/09/03--01039--004 **70.00

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03 JUL -9 AM 8:00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

McGRATH NORTH MULLIN & KRATZ, PC LLO

ATTORNEYS AT LAW

SUITE 3700 FIRST NATIONAL TOWER
1601 DODGE STREET, OMAHA, NEBRASKA 68102

STEPHANIE J. DAVIS
LEGAL ASSISTANT

TELEPHONE: 402-341-3070
E-MAIL: sdavis@mmnk.com

July 3, 2003

VIA FEDERAL EXPRESS

Registration Section
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

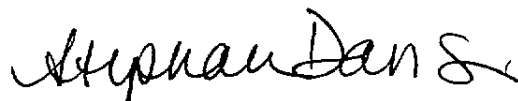
Re: Loveland Products, Inc.

Dear Sir or Madam:

Enclosed you will find the original and one copy of the Application for Certificate of Authority for filing with your office. I have also enclosed a check in the amount of \$70.00 for the filing fee. Please return a file-stamped copy of the document to me in the self-addressed stamped envelope enclosed for your convenience.

If you have any questions, please call me. Thank you.

Very truly yours,



Stephanie J. Davis
Legal Assistant

Enclosure

cc: Patrick Straka (w/o enc.)

FILED
03 JUL -9 10
SECRETARY OF REVENUE
TALLAHASSEE, FLORIDA

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

*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. Loveland Products, 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. Colorado 3. _____
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 04/11/1990 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. 05/29/2003
(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.")
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. One ConAgra Drive, Omaha, NE 68102
(Principal office address)
same
(Current mailing address)
8. ~~Manufacture and distribution of food products.~~
(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: c/o The Prentice-Hall Corporation System, Inc.
Office Address: 1201 Hays Street
Tallahassee, Florida 32301
(City) (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 Corporation System, Inc.

BY: _____

(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 business addresses of officers and/or directors:

A. DIRECTORS

Chairman: SEE ATTACHMENT

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: SEE ATTACHMENT

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)

FILED
03 JUN - 9 AM 8:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Directors, Officers Report

Loveland Products, Inc.

June 17, 2003

DIRECTORS

Jay D. Bolding	Director
Primary Address:	ConAgra Foods, Inc. One ConAgra Drive Omaha, NE 68102-5001 US
Gregory A. Heckman	Director
Primary Address:	ConAgra Foods Agricultural Products Company Eleven ConAgra Drive Omaha, NE 68102-5001 USA
James P. O'Donnell	Director
Primary Address:	ConAgra Foods, Inc. One ConAgra Drive Omaha, NE 68102-5001 US

OFFICERS

Bryan S. Wilson	President
Primary Address:	United Agri Products, Inc. 7251 W. 4th Street Greeley, CO 80634 US
Jay D. Bolding	Vice President & Controller
Primary Address:	ConAgra Foods, Inc. One ConAgra Drive Omaha, NE 68102-5001 US
James P. O'Donnell	Vice President & Secretary
Primary Address:	ConAgra Foods, Inc. One ConAgra Drive Omaha, NE 68102-5001 US
Debra L. Keith	Vice President, Tax
Primary Address:	ConAgra Foods, Inc. One ConAgra Drive Omaha, NE 68102-5001 US
Scott E. Messel	Vice President, Treasurer
Primary Address:	ConAgra Foods, Inc. One ConAgra Drive Omaha, NE 68102-5001 US
Todd Andrew Suko	Assistant Secretary
Primary Address:	United Agri Products, Inc. 7251 W. 4th Street Greeley, CO 80634 US
Kevin L. Wedeking	Assistant Treasurer / Assistant Corporate Secretary
Primary Address:	ConAgra Foods, Inc. One ConAgra Drive Omaha, NE 68102-5001 US



STATE OF COLORADO

DEPARTMENT OF STATE CERTIFICATE

I, DONETTA DAVIDSON, Secretary of State of the State of Colorado,
hereby certify that, according to the records of this office,

LOVELAND PRODUCTS, INC.
(Colorado CORPORATION)
File # 19901028714

was filed in this office on April 11, 1990 and has complied with the applicable provisions
of the laws of the State of Colorado and on this date is in good standing and authorized and
competent to transact business or to conduct its affairs within this state.

Dated: June 19, 2003

FILED
03 JUL -9 AM 00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

For Validation:

Certificate ID: 677876

To validate this certificate, visit the following
web site, enter this certificate ID, then follow the
instructions displayed.

www.sos.state.co.us/ValidateCertificate

Donetta Davidson

SECRETARY OF STATE