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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

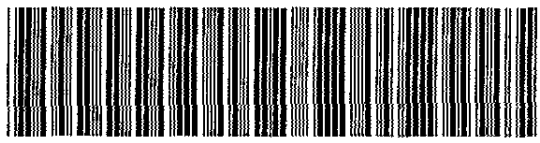
(Business Entity Name)

(Document Number)

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CORPORATION SERVICE COMPANY™

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032
REFERENCE : 329699 4353856
AUTHORIZATION : *Patricia Pijute*
COST LIMIT : \$ 70.00

ORDER DATE : November 19, 2003
ORDER TIME : 10:49 AM
ORDER NO. : 329699-005
CUSTOMER NO: 4353856

CUSTOMER: Jill Grob
Conagra Foods, Inc.
One Conagra Drive
Tax Department Cc-237
Omaha, NE 681025001

FOREIGN FILINGS

NAME: CONAGRA TRADE GROUP, INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

CONTACT PERSON: Norma Hull -- EXT# 1115

EXAMINER: _____

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

03 NOV 26 1995
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
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FW 121

1. ConAgra Trade Group, Inc.
(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION," "Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")
(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. Delaware 3. 47-0794813
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 12/29/1995 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. Upon qualification.
(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 CC-237/Omaha, NE 68102-5001
(Principal office address)
One ConAgra Drive CC-237/Omaha, NE 68102-5001
(Current mailing address)

8. Commodity Broker
(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: Corporation Service Company
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.

Corporation Service Company
Laura D. Muder
(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 attached officers/directors rider

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: See attached officers/directors rider

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 Director or 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)

Directors, Officers Report

ConAgra Trade Group, Inc.

Wednesday, November 19, 2003

DIRECTORS

Jay D. Bolding **Director**
Primary Address: ConAgra Foods, Inc.
One ConAgra Drive
Omaha, NE 68102-5001 US

James P. O'Donnell **Director**
Primary Address: ConAgra Foods, Inc.
One ConAgra Drive
Omaha, NE 68102-5001 US

Michael D. Walter **Director**
Primary Address: ConAgra Foods, Inc.
One ConAgra Drive
Omaha, NE 68102-5001 US

OFFICERS

Gregory A. Heckman **President**
Primary Address: ConAgra Foods Agricultural Products Company
Eleven ConAgra Drive
Omaha, NE 68102-5001 USA

Martin Paul Higgins **Executive Vice President & Senior Financial Officer**
Primary Address: 11 ConAgra Drive
Omaha, NE 68102 USA

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

Dennis S. Stieren **Vice President, Risk Control**
Primary Address: 11 ConAgra Drive
Omaha, NE 68102 USA

Debra L. Keith **Vice President, Tax**
Primary Address: ConAgra Foods, Inc.
One ConAgra Drive
Omaha, NE 68102-5001 US

Delaware

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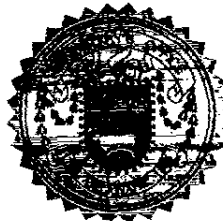
The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "CONAGRA TRADE GROUP, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-FOURTH DAY OF NOVEMBER, A.D. 2003.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "CONAGRA TRADE GROUP, INC." WAS INCORPORATED ON THE TWENTY-NINTH DAY OF DECEMBER, A.D. 1995.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.



2577845 8300

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Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State
AUTHENTICATION: 2770121

DATE: 11-24-03