

F04000004481

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Kraft Foods International, Inc.

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**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. KRAFT FOODS INTERNATIONAL, 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

(State or country under the law of which it is incorporated)

3. 13-2844925

(FEI number, if applicable)

4. DECEMBER 8, 1975

(Date of incorporation)

5. PERPETUAL

(Duration: Year corp. will cease to exist or "perpetual")

6. 01/01/04

(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. THREE LAKES DRIVE, NORTHFIELD, IL 60093

(Principal office address)

THREE LAKES DRIVE, NORTHFIELD, IL 60093

(Current mailing address)

8. HOLDING CORPORATION

(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: CT Corporation System

Office Address: 1200 South Pine Island Road

Plantation, Florida 33324
(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.

CT Corporation System

By: James M. Halpin

(Registered agent's signature)

James M. Halpin

Assistant Secretary

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~~SECRETARY~~ DAVID A. BREARTONAddress: THREE LAKES DRIVE, NORTHFIELD, IL 60093~~VICE PRESIDENT~~ GERHARD PLEUHSAddress: THREE LAKES DRIVE, NORTHFIELD, IL 60093Director: HUGH H. ROBERTSAddress: THREE LAKES DRIVE, NORTHFIELD, IL 60093

Director: _____

Address: _____

B. OFFICERSPresident: HUGH H. ROBERTSAddress: THREE LAKES DRIVE, NORTHFIELD, IL 60093Vice President: SEE ATTACHED LIST

Address: _____

Secretary: GERHARD PLEUHSAddress: THREE LAKES DRIVE, NORTHFIELD, IL 60093Treasurer: JOHN F. MOWRERAddress: THREE LAKES DRIVE, NORTHFIELD, IL 60093

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. 
(Signature of Director or Officer listed in number 12 of the application)14. GERHARD PLEUHS, SR. VICE PRESIDENT, GENERAL COUNSEL AND SECRETARY
(Typed or printed name and capacity of person signing application)

**KRAFT FOODS INTERNATIONAL, INC.
ADDENDUM**

AS OF THE CURRENT DATE (7/22/04)

VICE PRESIDENTS:

THEODORE L. BANKS

JOHN J. BECKER

DAVID A. BREARTON

PIET CLAUS

BERND DREYMUELLER

ROBERT L. HERST

PASCAL HOUSSIN

RICHARD JOHNSON

JAMES J. MCNASBY

JOHN F. MOWRER

GERHARD PLEUHS

JOHN RUFF

PHILIP M. SCHUMACHER

CHARLES E. SMITH

KATHLEEN KELLY SPEAR

ANTONIO VAZQUEZ

ROGER G. WHIDDEN

THREE LAKES DRIVE, NORTHFIELD, IL 60093

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ASSISTANT SECRETARIES:

THEODORE L. BANKS

KRISTA A. ENDRES

LUCIA FIERROS

ROBERT L. HERST

LINDA E. KOLODNY

WILBUR F. PELL, III

KATHLEEN KELLY SPEAR

THREE LAKES DRIVE, NORTHFIELD, IL 60093

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Delaware

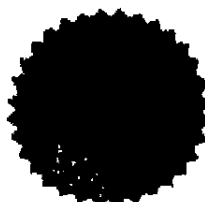
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The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "KRAFT FOODS INTERNATIONAL, 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-EIGHTH DAY OF JULY, A.D. 2004.

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

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



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Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 3260637

DATE: 07-28-04