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Florida Department of State
Division of Corporations
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FOREIGN PROFIT QUALIFICATION

Gold Kist Holdings Inc.

Certificate of Status	0
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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. Gold Kist Holdings Inc.

(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION," "Inc.," "Co.," "Corp.," "Ltd.," "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. 20-1163666

(FBI number, if applicable)

4. 05/25/2004

(Date of incorporation)

5. Perpetual

(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. 244 Perimeter Center Parkway, NE, Atlanta, GA 30346

(Principal office address)

same

(Current mailing address)

8. Any lawful purpose allowed according to the laws of the State of Florida.

(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: c/o CT Corporation System, 1200 South Pine Island

Plantation

(City)

Florida

33324

(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: 

(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:

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SECRETARY OF STATE
DIVISION OF CORPORATIONS

A. DIRECTORS

Chairman: _____

Address: _____

Director: Michael A. StimpertAddress: 244 Perimeter Center Parkway, NE
Atlanta, GA 30346Director: John BekkersAddress: 244 Perimeter Center Parkway, NE
Atlanta, GA 30346Director: Stephen O. WestAddress: 244 Perimeter Center Parkway, NE
Atlanta, GA 30346**B. OFFICERS**President: John BekkersAddress: 244 Perimeter Center Parkway, NE
Atlanta, GA 30346Vice President: Stephen O. WestAddress: 244 Perimeter Center Parkway, NE
Atlanta, GA 30346Secretary: J. David DysonAddress: 244 Perimeter Center Parkway, NE Atlanta, GA 30346Treasurer: Stephen O. WestAddress: 244 Perimeter Center Parkway, NE, Atlanta, GA 30346

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

13. J. David Dyson
(Signature of Director or Officer listed in number 12 of the application)14. J. David Dyson, Secretary
(Typed or printed name and capacity of person signing application)

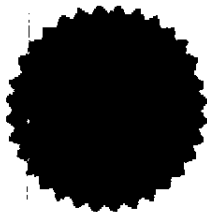
Delaware

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The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "GOLD KIST HOLDINGS 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-SEVENTH DAY OF AUGUST, A.D. 2004.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

3807953 8300

AUTHENTICATION: 3320720

040628030

DATE: 08-27-04