

AUG-31-2004 12:52
Division of Corporations

CT CORPORATION

P.01/05
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Florida Department of State
Division of Corporations
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DIVISION OF CORPORATION

FOREIGN PROFIT QUALIFICATION

Madison Packing Acquisition Sub, Inc.

Certificate of Status	0
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AUG-31-2004 12:33

CT CORPORATION

P. 82/05

**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.**

FILED
2004 AUG 31 AM 9:41
CLERK OF SUPERIOR COURT
TALLAHASSEE, FLORIDA

1. Medison Packing Acquisition Sub, 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. Applied For

(FEI number, if applicable)

4. 8/27/2004

(Date of incorporation)

5. perpetual

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

6. upon filing

(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 5050 Edgewood Court, Jacksonville, FL 32254

(Principal office address)

Same as above

(Current mailing address)

8. food packing / processing

(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 NOT acceptable)

Name: CT Corporation System

Office Address: 1200 South Pine Island Road

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.

By: [Signature]

CT Corporation System

(Registered agent's signature)

ANUSHA PUTY, VP

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. DIRECTORSChairman: see attached listing

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERSPresident: see attached listing

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. 

(Signature of Director or Officer listed in number 12 of the application)

14. Lisa R. Butler, Assistant Secretary

(Typed or printed name and capacity of person signing application)

Madison Packing Acquisition Sub, Inc.
a Delaware corporation

The address for all individuals listed below is:
5050 Edgewood Court
Jacksonville, FL 32254-3699

Directors:

Michael H. Cole
C. Larry Pope

Officers:

Name	Title
Timothy A. Seely	President
Steven P. Wright	Vice President and Chief Financial Officer
Michael H. Cole	Vice President and Secretary
Daniel G. Stevens	Vice President
Orville G. Lunking	Treasurer
Lisa R. Butler	Assistant Secretary
V. Tracy Turner	Director of Corporate Tax

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2004 AUG 31 AM 9:48
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CT CORPORATION

P.05/05

Delaware

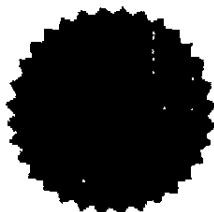
PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "MADISON PACKING ACQUISITION SUB, 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 THIRTY-FIRST DAY OF AUGUST, A.D. 2004.

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

FILED
2004 AUG 31 AM 9:48
CLERK OF SUPERIOR COURT
TALLAHASSEE, FLORIDA



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

3847949 8300

AUTHENTICATION: 3325062

040633568

DATE: 08-31-04

TOTAL P.05