F94000006064



ACCOUNT NO. : 072100000032

REFERENCE: 067719

4353856

ORDER DATE: December 16, 1998

ORDER TIME : 12:27 PM

ORDER NO. : 067719-055

CUSTOMER NO:

4353856

CUSTOMER: Ms. Karissa Harkin

Conagra, Inc. One Conagra Drive

200002716142--9

Omaha, NE 681025001

FOREIGN FILINGS

NAME: BEATRICE CHEESE, INC.

XX____PROFIT NON-PROFIT XX CORPORATE

LIMITED PARTNERSHIP

XXXX AMENDMENT

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

CONTACT PERSON: Robert Maxwell

PROFIT CORPORATION

APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

(Pursuant to s. 607.1504, F.S.)

SECTION (1-3 must be come) 1. Beatrice Cheese Name of corporation as it appears on the records of the corporated under the laws of the corporated under the corporated und	e Department of State.
SECTION (4-7 complete only the app	
4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation?	
and the latte of its jurisdiction of modification:	
5 Beatrice Group,	Inc.
Name of corporation after the amendment, adding suffix "corporation", "company" or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation.	
6. If the amendment changes the period of duration, indicate new period of duration.	
o. If the amendment changes the period of duration, indicate new period of duration.	
New Duration	
7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.	
New Jurisdiction	
Dolla & Varil	
Signature	11/17/98
Debra L. Keith	VICE PRESIDENT - TAX
Typed or printed name	Title

State of Delaware

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT THE SAID "BEATRICE CHEESE, INC.", FILED A CERTIFICATE OF AMENDMENT, CHANGING ITS NAME TO "BEATRICE GROUP, INC.", THE FOURTH DAY OF NOVEMBER, A.D. 1998, AT 9 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID CORPORATION IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE NOT HAVING BEEN CANCELLED OR DISSOLVED SO FAR AS THE RECORDS OF THIS OFFICE SHOW AND IS DULY AUTHORIZED TO TRANSACT

BUSĪNĒSS.



Edward J. Freel, Secretary of State

AUTHENTICATION:

9469259

981487468

2086168

DATE:

12-17-98