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(Address)

(City/State/Zip/Phone #)

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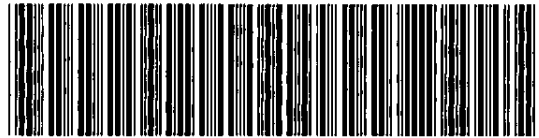
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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03/19/09--01027--004 **35.00

FILED
09 MAR 19 PM 4:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Name Change
03-24-09
DC

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: George Weston Bakeries Distribution Inc.
(Name of Corporation)

DOCUMENT NUMBER: FEI Number: 223471696

The enclosed Amendment and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Claudia Coscia, Deputy General Counsel
(Name of Contact Person)

Bimbo Bakeries USA
(Firm/Company)

14401 Statler Blvd.
(Address)

Fort Worth, TX 76155
(City/State and Zip Code)

For further information concerning this matter, please call:

Claudia Coscia at (817) 864.2501
(Name of Contact Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:



\$35.00 Filing Fee



\$43.75 Filing Fee &
Certificate of Status



\$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed)



\$52.50 Filing Fee,
Certificate of Status &
Certified Copy
(Additional copy is
enclosed)

Mailing Address:

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address:

Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

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 I
(1-3 MUST BE COMPLETED)

(Document number of corporation (if known))

1. George Weston Bakeries Distribution Inc.

(Name of corporation as it appears on the records of the Department of State)

2. Delaware

(Incorporated under laws of)

3. 10/04/1996

(Date authorized to do business in Florida)

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TALLAHASSEE, FLORIDA
SECRETARY OF STATE

SECTION II
(4-7 COMPLETE ONLY THE APPLICABLE CHANGES)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? 22nd day of January, 2009

5. Bimbo Foods Bakeries Distribution, 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)

(If new name is unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

6. If the amendment changes the period of duration, indicate new period of duration.

n/a

(New duration)

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

n/a

(New jurisdiction)

8. Attached is a certificate or document of similar import, evidencing the amendment, authenticated not more than 90 days prior to delivery of the application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the laws of which it is incorporated.

Shelly Seligman
(Signature of a director, president or other officer - if in the hands of a receiver or other court appointed fiduciary, by that fiduciary)

Shelly Seligman

(Typed or printed name of person signing)

VP & Secretary

(Title of person signing)

Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "GEORGE WESTON BAKERIES DISTRIBUTION INC.", CHANGING ITS NAME FROM "GEORGE WESTON BAKERIES DISTRIBUTION INC." TO "BIMBO FOODS BAKERIES DISTRIBUTION, INC.", FILED IN THIS OFFICE ON THE TWENTIETH DAY OF JANUARY, A.D. 2009, AT 6:50 O'CLOCK P.M.

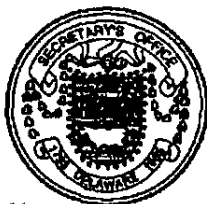
A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF AMENDMENT IS THE TWENTY-SECOND DAY OF JANUARY, A.D. 2009.

2664090 8100

090051812

You may verify this certificate online
at corp.delaware.gov/authver.shtml



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 7089839

DATE: 01-20-09

State of Delaware
Secretary of State
Division of Corporations
Delivered 06:51 PM 01/20/2009
FILED 06:50 PM 01/20/2009
SRV 090051812 - 2664090 FILE

**CERTIFICATE OF AMENDMENT
OF CERTIFICATE OF INCORPORATION**

Pursuant to Section 242 of the General Corporation Law
of the State of Delaware

GEORGE WESTON BAKERIES DISTRIBUTION INC. (the "Corporation"), a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware (the "DGCL")

DOES HEREBY CERTIFY AS FOLLOWS:

FIRST: That the Board of Directors of the Corporation by unanimous written consent duly executed in accordance with Section 141(f) of the General Corporation Law of the State of Delaware has duly adopted a resolution setting forth a proposed amendment to the Certificate of Incorporation of the Corporation, declaring such amendment to be advisable and declaring that it is advisable that the sole stockholder of the Corporation adopt resolutions approving such amendment. Pursuant to the proposed amendment the first Article of the Certificate of Incorporation of the Corporation shall be amended in its entirety as follows:

"FIRST: The name of the corporation (hereinafter called the 'Corporation') is Bimbo Foods Bakeries Distribution, Inc."

SECOND: That in lieu of a meeting and vote of stockholders, the sole stockholder has given its written consent to said amendment in accordance with the provisions of section 228 of the DGCL.

THIRD: That said amendment was duly adopted in accordance with the provisions of Sections 242 and 228 of the DGCL.

FOURTH: That this Certificate of Amendment shall be effective on January 22, 2009.

IN WITNESS WHEREOF, this Certificate of Amendment has been signed by the undersigned, Shelly Seligman, its Vice President, General Counsel and Secretary this 20th day of January, 2009.

GEORGE WESTON BAKERIES DISTRIBUTION INC.

By: Shelly Seligman
Name: Shelly Seligman
Title: Vice President, General Counsel and Secretary