

P94000087463

ARTICLES OF MERGER
Merger Sheet

MERGING:

200002808442--2

PREMIUM FOODS, INC., a Florida corporation 480292

W.B. DISTRIBUTING, INC., a Florida corporation P94000087463

into

FINE DISTRIBUTING, INC., a Delaware corporation F93000001649

File date: February 24, 1999

Corporate Specialist: Annette Ramsey