

CERTIFICATE OF WITHDRAWAL  
OF  
DUNCAN FOODS CO.  
FROM INTRASTATE BUSINESS IN THE STATE OF IDAHO

\* \* \* \* \*


In accordance with the provisions of Chapter 133 of the Session Laws of 1937 of the State of Idaho, and by authority of DUNCAN FOODS CO., a corporation organized and existing under the laws of New Jersey, we, the undersigned, L. E. GRAY, President and K. M. GEREMIA, Secretary respectively, of said corporation, do hereby certify and declare as follows:

That said corporation hereby surrenders its authority to transact intrastate business in the State of Idaho;

That said corporation hereby consents that process against it in any action upon any liability or obligation incurred within the State of Idaho prior to the filing of this certificate in the office of the Secretary of State of said State may be served upon said Secretary of State;

That the Secretary of State of the State of Idaho may mail a copy of any process against said corporation that may be served upon him to 277 Park Avenue, 6th Floor, New York, N.Y. 10017.

IN WITNESS WHEREOF, We have subscribed our names  
and caused the seal of said corporation to be affixed hereto,  
this 15th day of May, 1968.

  
\_\_\_\_\_  
L.E. Gray, President

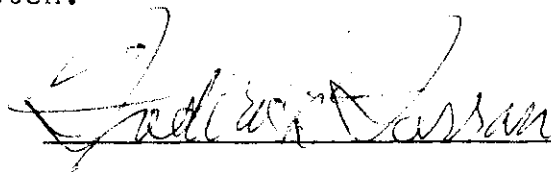
  
\_\_\_\_\_  
K.M. Geremia, Secretary

(CORPORATE SEAL)

STATE OF NEW YORK }  
COUNTY OF NEW YORK }

On this 15th day of May, in the year 1968, before  
me FREDERICK FARRAN, Notary Public, personally appeared  
L.E. GRAY and K.M. GEREMIA, known to me to be the persons  
whose names are subscribed to the within instrument, and  
acknowledged that they executed the same as President and  
Secretary, respectively, of the corporation named therein.

IN WITNESS WHEREOF, I have hereunto set my hand  
and affixed my official seal, the day and year in this  
certificate first above written.

  
\_\_\_\_\_  
Frederick Farran

(SEAL)

FREDERICK FARRAN  
NOTARY PUBLIC, State of New York  
No. 52-6237150  
Qualified in Suffolk County  
Certificate filed in New York County  
Term Expires March 30, 1970