

State of Idaho

Office of the Secretary of State

**AMENDED CERTIFICATE OF AUTHORITY
OF
LASSO ACQUISITION CORPORATION**

File Number C 140629

I, PETE T. CENARRUSA, Secretary of the State, hereby certify that an Application for Amended Certificate of Authority, has been received in this office and is found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Amended Certificate of Authority to reflect the name change from **LASSO ACQUISITION CORPORATION** to **IBP, INC.** and attach hereto a duplicate of the application for such amended certificate.

Dated: November 16, 2001



Pete T. Cenarrusa
SECRETARY OF STATE

By

Natalie Kennedy

APPLICATION FOR AMENDED CERTIFICATE OF AUTHORITY

(Instructions on back of application)



To the Secretary of State of the State of Idaho:

Pursuant to Section 30-1-1504 **Idaho Code**, the undersigned Corporation hereby applies for an amended certificate of authority to transact business in the State of Idaho and for that purpose submits the following statement. Complete only applicable items.

1. A Certificate of Authority was issued to the corporation by your office on 09/10, 2001

authorizing it to transact business in the State of Idaho under the name of _____

Lasso Acquisition Corporation

2. Its corporate name has been changed to _____

IBP, inc.

3. The name which it shall use hereafter in the State of Idaho is _____

4. It has changed its jurisdiction of incorporation, without a change of corporate identity to _____

Dated : 11/8/01

IBP, inc.

(Corporation Name)

By _____

Dennis Leatherby
Dennis Leatherby

Its Sr. Vice President, Finance & Treasurer

(specify capacity of signer)

IDAHO SECRETARY OF STATE
11/16/2001 05:00
CK: 85968 CT: 20166 BH: 430133
1 @ 20.00 = 20.00 EXPEDITE C # 3

Customer Acct # :

(if using pre-paid account)

Secretary of State use only

IDAHO SECRETARY OF STATE
11/16/2001 05:00
CK: 141073465 CT: 2136 BH: 430133
1 @ 30.00 = 30.00 AMEND CERT # 2

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State of Delaware
Office of the Secretary of State

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I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE CERTIFICATE OF MERGER, WHICH MERGES:

"IBP, INC.", A DELAWARE CORPORATION,
WITH AND INTO "LASSO ACQUISITION CORPORATION" UNDER THE NAME OF "IBP, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, WAS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-EIGHTH DAY OF SEPTEMBER, A.D. 2001, AT 4:30 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID CORPORATION SHALL BE GOVERNED BY THE LAWS OF THE STATE OF DELAWARE.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 1444868

DATE: 11-14-01

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