

# State of Delaware



## Office of Secretary of State.

*I, Eugene Bunting, Secretary of State of the State of Delaware, do hereby certify that the above and foregoing is a true and correct copy of*

Certificate of Amendment of the "R. J. REYNOLDS FOODS, INC.",  
as received and filed in this office the nineteenth day of  
June, A.D. 1970, at 10 o'clock A.M.

*In Testimony Whereof, I have hereunto set my hand  
and official seal at Dover this \_\_\_\_\_ nineteenth \_\_\_\_\_ day  
of \_\_\_\_\_ June \_\_\_\_\_ in the year of our Lord  
one thousand nine hundred and \_\_\_\_\_ seventy.*

*Eugene Bunting*

Secretary of State

*R. H. Caldwell*

Ass't Secretary of State

CERTIFICATE OF AMENDMENT  
• OF  
CERTIFICATE OF INCORPORATION  
AFTER RECEIPT OF PAYMENT FOR STOCK  
OF  
R. J. REYNOLDS FOODS, INC.

The undersigned, President of R. J. Reynolds Foods, Inc. (hereinafter "Company"), a corporation organized and existing under the laws of the State of Delaware, does hereby certify, as such President and under the seal of the Company, to the following:

FIRST: That the resolutions appearing in Article SECOND hereof amending the Certificate of Incorporation of R. J. Reynolds Foods, Inc., effective upon June 29, 1970, after having been duly proposed and declared advisable in a resolution adopted in writing by the Board of Directors of the Company by an instrument dated June 10 , 1970, in accordance with the provisions of Section 141(f) of the General Corporation Law of Delaware applicable thereto (pursuant to the provisions of Section 242 of the General Corporation Law of the State of Delaware), were duly consented to in writing by the sole stockholder of the Company by an instrument dated June 10 , 1970, in accordance with the provisions of Section 228 of the General Corporation Law of Delaware applicable thereto; and that thereby said resolutions were duly adopted in accordance with the provisions of Section 242 of the General Corporation Law of Delaware.

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SECOND: That the resolutions so adopted read as follows:

"RESOLVED, that Article FIRST of the Certificate of Incorporation be, and the same hereby is, amended in its entirety to read as follows:

FIRST: The name of the Corporation (which is hereinafter referred to as the 'Company') is RJR Foods, Inc.

"RESOLVED, that the foregoing amendment shall become effective upon the 29th day of June, 1970."

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of R. J. Reynolds Foods, Inc. (a Delaware corporation), this 10th day of June , 1970.

R. J. REYNOLDS FOODS, INC.

By John P. Phillips  
President

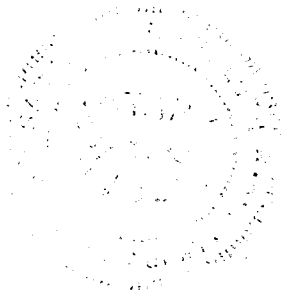
ATTEST:

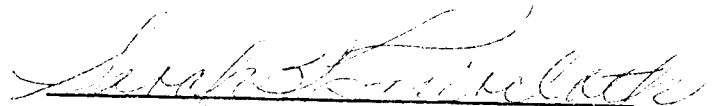
John P. Phillips  
Secretary

STATE OF NORTH CAROLINA    )  
                                  ) ss.  
COUNTY OF FORSYTH         )

BE IT REMEMBERED that on this 10th day of June, 1970, personally came before me, a Notary Public in and for the County and State aforesaid, John Phillips, President of R. J. Reynolds Foods, Inc., a corporation of the State of Delaware, and he duly executed the foregoing Certificate before me and acknowledged the Certificate to be his act and deed and the act and deed of the corporation and that the facts stated therein are true; and that the seal affixed to said Certificate and attested by the Secretary of the corporation is the common or corporate seal of the corporation.

IN WITNESS WHEREOF, I have hereunto set my hand and seal of office the day and year first above written.



  
Notary Public

My Commission Expires July 5, 1970