

State of Idaho

Office of the Secretary of State

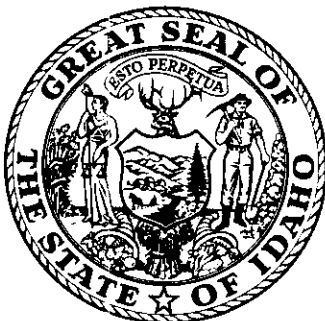
**CERTIFICATE OF AUTHORITY
OF
FRY FOODS, INC.**

File Number C 169274

I, BEN YSURSA, Secretary of State of the State of Idaho, hereby certify that an Application for Certificate of Authority, duly executed pursuant to the provisions of the Idaho Business Corporation Act, 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 Certificate of Authority to transact business in this State and attach hereto a duplicate of the application for such certificate.

Dated: October 6, 2006



Ben Yursa

SECRETARY OF STATE

By *Sally Lloyd*



APPLICATION FOR CERTIFICATE OF AUTHORITY (For Profit)

(Instructions on Back of Application)

FILED EFFECTIVE

2006 OCT -5 AM 9:09

The undersigned Corporation applies for a Certificate of Authority and states as follows:

1. The name of the corporation is: Fry Foods, Inc.
2. The name which it shall use in Idaho is: Fry Foods, Inc.
3. It is incorporated under the laws of: Ohio
4. Its date of incorporation is: August 3, 1949
5. The address of its principal office is:
99 Maule Road, Tiffin, Ohio 44883
6. The address to which correspondence should be addressed, if different from item 5, is:

7. The street address of its registered office in Idaho is: 1 Appleton Lane, Weiser, Idaho 83672
and its registered agent in Idaho at that address is: Hector Herrera
8. The names and respective business addresses of its directors and officers are:

Name	Office	Address
<u>N. Norman Fry</u>	<u>President</u>	<u>99 Maule Road, Tiffin, Ohio 44883</u>
<u>Michael B. Lange</u>	<u>Secretary</u>	<u>174 S. Washington St., Tiffin, Ohio 44883</u>
<u>David Fry</u>	<u>Vice President</u>	<u>99 Maule Road, Tiffin, Ohio 44883</u>
<u>Beverly Fry</u>	<u>Vice President</u>	<u>99 Maule Road, Tiffin, Ohio 44883</u>
<u>Phillip Fry</u>	<u>Vice President</u>	<u>99 Maule Road, Tiffin, Ohio 44883</u>
_____	_____	_____

Dated: 10/3/2006

Signature: _____

Typed Name: David Fry

Capacity: Vice President

[The signer must be a director or an officer of the corporation.]

Customer Acct # : _____

(if using pre-paid account)

Secretary of State use only

g:\corporate\corp forms\appforauthority_profit.pmd Revised 06/2005

Web Form:

IDAHO SECRETARY OF STATE
10/06/2006 05:00
CK: 7889 CT: 205192 BH: 978953
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C 149274

**United States of America
State of Ohio
Office of the Secretary of State**

I, J. Kenneth Blackwell, do hereby certify that I am the duly elected, qualified and present acting Secretary of State for the State of Ohio, and as such have custody of the records of Ohio and Foreign business entities; that said records show FRY FOODS, INC., an Ohio corporation, Charter No. 214092, having its principal location in Tiffin, County of Seneca, was incorporated on August 03, 1949 and is currently in GOOD STANDING upon the records of this office.



*Witness my hand and the seal of the
Secretary of State at Columbus, Ohio
this 3rd day of October, A.D. 2006*

J. Kenneth Blackwell

Ohio Secretary of State

Validation Number: V20062760BB5A7