

STATE OF CALIFORNIA



DEPARTMENT OF STATE

To all to whom these presents shall come, Greetings:

I, FRANK M. JORDAN, Secretary of State of the State of California, hereby certify:

That the photographic reproduction hereunto annexed was prepared from certain records on file in my office and is a full, true and correct copy thereof.

IN WITNESS WHEREOF, I hereunto
set my hand and affix the Great
Seal of the State of California

this **SEP 24 1963**



Frank M. Jordan

Secretary of State

By *Walter C. Stender*
Assistant Secretary of State

FILED

in the Office of the Secretary of State
of the State of California

MAY 31 1963

MAY 31 1963
FRANK M. JAHN, Secretary of State

MERGER OF SUBSIDIARY ASSOCIATION

CERTIFICATE OF OWNERSHIP

Deputy

We, the undersigned, Earl Blaser and Alan C. Jensen, hereby do certify that we are, and at all times herein mentioned have been respectively the President and Secretary of California Cannery and Growers, a nonprofit cooperative association organized under the provisions of Chapter 4 of Division 6 of the Agricultural Code of the State of California; and hereby do further certify and state:

(a) That said nonprofit cooperative association is the sole member of Richmond-Chase Company, a nonprofit cooperative association organized under the provisions of Chapter 4 of Division 6 of the Agricultural Code of the State of California.

(b) That at a meeting of the Board of Directors of California Cannery and Growers the following resolutions were adopted by a majority of its Board of Directors to merge Richmond-Chase Company, a nonprofit cooperative association, and to assume all its obligations:

WHEREAS, this Association is the sole member of Richmond-Chase Company, a nonprofit cooperative association organized under the provisions of Chapter 4 of Division 6 of the Agricultural Code of the State of California; and

WHEREAS, it is deemed advisable and in the best interests of this Association and its members that this Association merge Richmond-Chase Company and assume all its obligations;

NOW, THEREFORE, BE IT RESOLVED, that this Association merge Richmond-Chase Company into itself and assume all its obligations pursuant to California Corporations Code Section 4124;

RESOLVED FURTHER, that the President or Vice President and Secretary or Assistant Secretary be and they hereby are authorized and directed to execute and file a certificate of ownership as required by California Corporations Code Section 4124 and take such further action as may be necessary or proper to accomplish such merger.

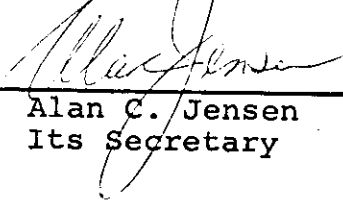
(c) That the meeting of the Board of Directors at which said resolutions were adopted was duly held on the 24th day of April, 1963, at the hour of 9:30 o'clock A. M. at the Clift Hotel, 495 Geary Street and Taylor Street, in the City of San Francisco, State of California, and that said resolutions were adopted by the vote of twenty-five directors, the authorized and elected number of directors on the Board being twenty-five, all of whom were present and voting at said meeting.

CALIFORNIA CANNERS AND GROWERS

By


Earl Blaser
Its President

By


Alan C. Jensen
Its Secretary

V E R I F I C A T I O N

Earl Blaser and Alan C. Jensen, the President and Secretary, respectively, of California Cannery and Growers, a nonprofit cooperative association, each says:

I declare under penalty of perjury that the foregoing is true and correct.

Executed on the 24th day of April, 1963, at San Francisco, California.

