



Department of State

**CERTIFICATE OF AUTHORITY
OF**

SYSCO/CONTINENTAL KEL FOOD SERVICES, INC.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that
duplicate originals of an Application of **SYSCO/CONTINENTAL KEL FOOD SERVICES, INC.**
for a Certificate of Authority to transact business in this State,
duly signed and verified pursuant to the provisions of the Idaho Business Corporation Act, have
been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of
Authority to **SYSCO/CONTINENTAL KEL FOOD SERVICES, INC.**
to transact business in this State under the name **SYSCO/CONTINENTAL KEL FOOD SERVICES,
INC.** and attach hereto a duplicate original of the Application
for such Certificate.

Dated July 26, 1988



Pete T. Cenarrusa
SECRETARY OF STATE

Ray J. Clark
Corporation Clerk

APPLICATION FOR CERTIFICATE OF AUTHORITY

(Profit Corporation)

To the Secretary of State of Idaho

Pursuant to Section 30-1-110, Idaho Code, the undersigned Corporation hereby applies for a certificate of authority to transact business in your State, and for that purpose submits the following statement:

1. The name of the corporation is Sysco/Continental Keil Food Services, Inc.

2. The name which it shall use in Idaho is (Same as Above)

(To be used only when required to avoid a conflict with a name already on file. Must be accompanied by a Board of Directors resolution adopting assumed name in Idaho.)

3. It is incorporated under the laws of Delaware

4. The date of its incorporation is July 12, 1988 and the period of its duration is perpetual.

5. The address of its principal office in the state or country under the laws of which it is incorporated is 1209 Orange Street, Wilmington, Delaware 19801

6. The address to which correspondence should be addressed, if different from that in item 5.

7. The street address of its proposed registered office in Idaho is c/o The Prentice-Hall Corporation System, Inc., 999 Main Street, Boise, Idaho 83702, and the name of its proposed registered agent in Idaho at that address is The Prentice-Hall Corporation System, Inc.

8. The purpose or purposes which it proposes to pursue in the transaction of business in Idaho are:

To engage in any and all lawful business in which the Corporation is authorized in the jurisdiction of its incorporation and in Idaho.

9. The names and respective addresses of its directors and officers are:

Name	Office	Address
Stephen A. Hedrei	President and Sole Director	c/o Refined Sugars, Inc. 1 Federal Street Yonkers, NY 10702
Pamela Morrill	Vice President Secretary and Treasurer	c/o Refined Sugars, Inc. 1 Federal Street Yonkers, NY 10702

(continued on reverse)

State of Delaware

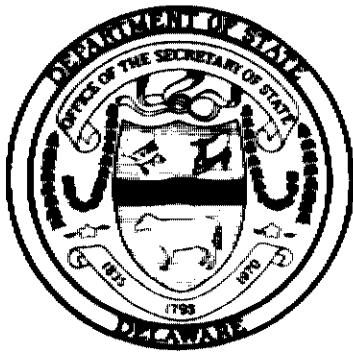


Jul 26 9 39 AM '88
SECRETARY OF STATE

Office of Secretary of State

I, MICHAEL HARKINS, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY SYSCO/CONTINENTAL KEIL FOOD SERVICES, INC. IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE DATE SHOWN BELOW.

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Michael Harkins, Secretary of State

AUTHENTICATION: 11784353

DATE: 07/13/1988