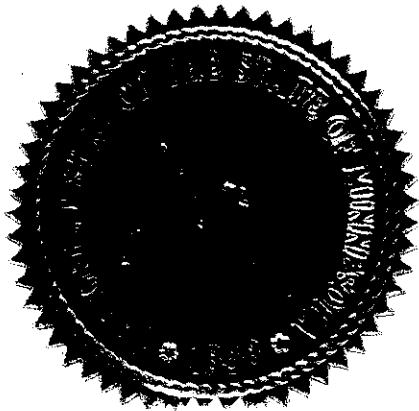


I, Joan Anderson Growe, Secretary of State of the State of Minnesota, keeper of the Great Seal of said State and custodian of the documents pertaining to the formation of corporations under the laws of the State of Minnesota, do hereby certify:

That on the 21st day of May, 1986 as of 4:30 p.m., a merger was filed merging PEAVEY COMPANY a Minnesota corporation into ConAgra, Inc. a qualified Delaware corporation;

That said authority is now in force and has not been canceled or revoked, and that said corporation is engaged in, or is authorized to engage in, active business as a corporation of the State of Minnesota, upon the date hereof.



WITNESS my official signature  
hereunto subscribed and the  
Great Seal of the State of  
Minnesota hereunto affixed  
this 21st day of May,  
1986.

*Joan Anderson Growe*  
Secretary of State