State of Idaho

Office of the Secretary of State

CERTIFICATE OF WITHDRAWAL

OF

CONAGRA GROCERY PRODUCTS COMPANY

File Number C 37565

I, PETE T. CENARRUSA, secretary of State of the State of Idaho, hereby certify that Application for Certificate of Withdrawal from this State, 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 Withdrawal and attach hereto a duplicate of the Application for such Certificate.

Dated: April 16, 2002



Pet / Cemeruse SECRETARY OF STATE

By Notalie Tennery



APPLICATION FOR CERTIFICATE OF WITHDRAWAL

(Instructions on back of application)

То	the Secretary of State of Idaho Pursuant to Section 30-1-1520, Idaho Code , the und certificate of withdrawal from the State of Idaho, and	lersigned Corporation hereby ap for that purpose submits the foll	oplies fo owing s	r a tatement:
1.	The name of the corporation is ConAgra Grocery	Products Company		
٠.				(~)
			- 63 -	
	The name which it used in Idaho is		<u> </u>	<u> </u>
	The name which it used in Idano is			- 20
			35	<u></u>
2.	It is incorporated under the laws of Delaware		<u> 2 m</u>	
	Tells into i por account and a series as		ZSZ ZSZ	
3.	It is not transacting business in the State of Idaho.		O <u>≅</u>	.
•			П	7
4.	It hereby surrenders its authority to transact business in said state.			
5.	It revokes the authority of its registered agent in the State of Idaho to accept service of process and consents that service of process in any action, suit or proceeding based upon any cause of action arising in the State of Idaho during the time it was authorized to transact business therein may thereafter be made on it by registered or certified mail to the corporation at the address listed in item 6., below.			
6 .	The post office address to which process against the corporation may be mailed is			
	McGrath, North, Mullin & Kratz, 222 S. 15th St., STE. 1400, Omaha, NE 68102			
7.	It agrees to notify the Secretary of State of the State	of Idaho of any change to the a	ddress	in Item 6.
		Customer Acct #:		
		(if using pre-paid account)		
Ву.	Debra S. Keith	Secretary of S		OF STATE
11.	Vice President, Tax	94/16/ CK: 157898	'2002 CT: 2429	205:00 NA ANA ANA ANA ANA ANA ANA ANA ANA AN
ts .		1 8 20.90 =	1 2 20.00 = 20.00 FOR WITHDR	
	(specify capacity of signer)			