

State of Delaware

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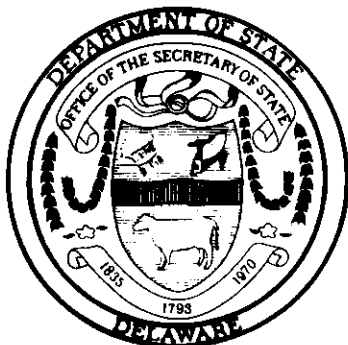
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Office of Secretary of State

I, MICHAEL HARKINS, SECRETARY OF STATE OF THE STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THE CERTIFICATE OF AGREEMENT OF MERGER OF "BRAZOS RIVER FARMS, INC." A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, MERGING WITH AND INTO "ALE HOLDING, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF CALIFORNIA UNDER THE NAME OF "ALE HOLDING, INC." WAS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-SEVENTH DAY OF DECEMBER, A.D. 1991, AT 10 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID CORPORATION SHALL BE GOVERNED BY THE LAWS OF THE STATE OF CALIFORNIA.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF AGREEMENT OF MERGER SHALL BE DECEMBER 31, 1991.



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A handwritten signature of Michael Harkins in cursive script.
Michael Harkins, Secretary of State

AUTHENTICATION: 3291760

DATE: 12/30/1991