

Department of State.

**CERTIFICATE OF AUTHORITY
OF
HICKORY FARMS, INC.**

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that
duplicate originals of an Application of HICKORY FARMS, INC.

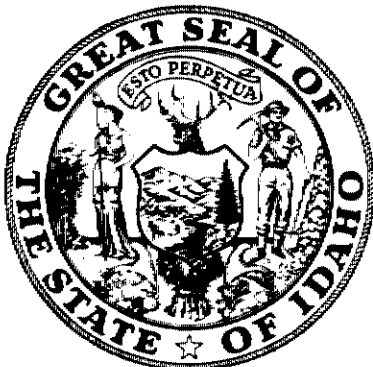
_____ for a Certificate of Authority to transact business in this State,
duly signed and verified pursuant to the provisions of the Idaho Business Corporation Act, have
been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of
HICKORY FARMS, INC.
 Authority to _____

to transact business in this State under the name HICKORY FARMS, INC.

_____ and attach hereto a duplicate original of the Application
for such Certificate.

Dated August 6, 1987



Robt J. Casarena

SECRETARY OF STATE

Sandra M. Anthony
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~~ ^{requests} for a Certificate of Authority to transact business in your State, and for that purpose submits the following statement:

Aug 6 3 21 PM '87
SECRETARY OF STATE

1. The name of the corporation is Hickory Farms, Inc.

2. The name which it shall use in Idaho is _____

(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 November 18, 1986 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

c/o The Corporation Trust Company, 1209 Orange Street, Wilmington, Delaware 19801

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

1505 Holland Road, P.O. Box 219, Maumee, Ohio 43537

7. The street address of its proposed registered office in Idaho is 300 North 6th Street
Boise, Idaho 83701, and the name of its proposed

registered agent in Idaho at that address is C T CORPORATION SYSTEM

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

Manufacture, production, distribution and sale of food products and food related products and to engage in any lawful act or activity permitted by law.

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

Name	Office	Address
<u>SEE ATTACHED LIST</u>		

(continued on reverse)

Name	Office	Address

10. The corporation accepts and shall comply with the provisions of the Constitution and the laws of the State of Idaho.

11. This Application is accompanied by a certificate of Corporate Status or Existence, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

Dated: August 1 1987

Hickory Farms, Inc.

(Corporation Name)

By Robert D. Neal
Robert D. Neal Its ~~President~~ Vice President (please specify)

and Ralph S. Mucci
Ralph S. Mucci Its Secretary ~~Assistant Secretary~~ (please specify)

STATE OF OHIO)

COUNTY OF LUCAS) ss:

I, _____, a notary public, do hereby certify that on this 1st day of August, 19 87, personally appeared before me Robert D. Neal, who being by me first duly sworn, declared that (s)he is the Vice President of Hickory Farms, Inc.

that (s)he signed the foregoing document as Vice President of the corporation and that the statements therein contained are true.

Victoria A. Kruse VICTORIA A. KRUSE
Notary Public State of Ohio
Notary Public My Commission Expires 9/91

Hickory Farms, Inc. (Delaware Domestic)

OFFICERS

<u>Name and Home Address</u>	<u>Business Address</u>	<u>Title</u>
Robert F. DiRomualdo 2949 Secretariat Road Toledo, Ohio 43615	1505 Holland Road Maumee, OH 43537	President
Phillip S. Burch 2847 Secretariat Road Toledo, Ohio 43615	1505 Holland Road Maumee, OH 43537	Vice President, Store Operations
Irus R. Herb 867 Whitehall Perrysburg, Ohio 43551	1505 Holland Road Maumee, OH 43537	Vice President, Direct Sales
James E. Edwards 5693 Swan Creek Drive Toledo, Ohio 43614	1505 Holland Road Maumee, OH 43537	Vice President, Store Development
Gary R. Kimball 7117 Cannons Park Road Toledo, Ohio 43617	1505 Holland Road Maumee, OH 43537	Vice President, Production & Distribution
Robert D. Neal 4005 Newcastle Drive Sylvania, Ohio 43560	1505 Holland Road Maumee, OH 43537	Vice President, Finance and Treasurer
Richard Steinbock 7415 80th Place S.E. Mercer Island, Washington 98040	600 108th Avenue, N.E. Suite 1042 Bellevue, WA 98004	Vice President, Franchise Operations
Daniel F. Conetta 7047 Shooters Hill Road Toledo, Ohio 43617	1505 Holland Road Maumee, OH 43537	Vice President, Marketing
Debra S. Gossman 7309 Forest Valley Drive Lambertville, Michigan 48144	1505 Holland Road Maumee, OH 43537	Controller & Assistant Secretary
Ralph S. Mucci 2450 Sherwood Lane Clearwater, Florida 34524	2333 East Bay Drive Clearwater, FL 34624	Vice President, General Counsel & Secretary

DIRECTORS

Name and Home Address

Robert A. Dyer, Jr.
51 Brinker Road
Barrington, Illinois 60010

Anwar Alimomal
1126 Algonguin IP,
Schaumburg, Illinois 60195

Robert F. DiRomualdo
2949 Secretariat Road
Toledo, Ohio 43615

W. Scott Perry
30 Newstead Way
London SW 19
England

Business Address

1701 Golf Road
Tower One, Suite 804
Rolling Meadows, IL 60008

1701 Golf Road
Tower One, Suite 804
Rolling Meadows, IL 60008

1505 Holland Road
Maumee, OH 43537

UCM House
3/5 Swallow Place
Princess Street
London W1A 1BB
England

State of Delaware



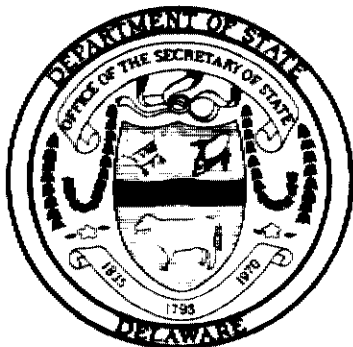
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SECRETARY OF STATE

Office of Secretary of State

I, MICHAEL HARKINS, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY HICKORY FARMS, 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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727209156

Michael Harkins
 Michael Harkins, Secretary of State

AUTHENTICATION:

11338928

DATE:

07/28/1987