

96945

SECRETARY OF STATE



STATE OF NEVADA

SECRETARY OF STATE
80756 2
#LIST 1000

DEC 14 1 17 PM '94
SECRETARY OF STATE

at 11 9 33 AM '95
SECRETARY OF STATE

I, DEAN HELLER, the duly qualified and acting Secretary of State of the State of Nevada, do hereby certify that there was filed in this office on December 20, 1994,

ARTICLES OF MERGER merging

ATI, INC., FLEMING SITE MEDIA, INC. and WPC, INC. (ALL OKLAHOMA CORPORATIONS), FLEMING FOODS OF ALABAMA, INC. (AN ALABAMA CORPORATION), FLEMING FOODS OF TENNESSEE, INC. (A TENNESSEE CORPORATION), FLEMING FOODS OF VIRGINIA, INC. (A VIRGINIA CORPORATION), FLEMING FOODS WEST, INC. (A NEVADA CORPORATION), FLEMING FRANCHISING, INC. and MALONE & HYDE, INC. (BOTH DELAWARE CORPORATIONS), FLEMING TECHNOLOGY LEASING COMPANY, INC. (A MISSOURI CORPORATION), SELECTED PRODUCTS, INC. (A TEXAS CORPORATION)

into

FLEMING COMPANIES, INC.
(AN OKLAHOMA CORPORATION)
(Effective date: December 31, 1994)

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the Great Seal of State, at my office, in Carson City, Nevada, this 15th day of March, 1995

Secretary of State

IDAHO SECRETARY OF STATE

By

19950411 0900 79515 2
CR # 39711 CUST# 2136

1@ 10.00= 10.00

Certification Clerk



10.00
OF STATE
2136

: C