



Department of State.

CERTIFICATE OF QUALIFICATION OF FOREIGN CORPORATION

I, ARNOLD WILLIAMS, Secretary of State of the State of Idaho, and legal custodian of the corporation records of the State of Idaho, do hereby certify that

WESCO FOODS COMPANY

a corporation duly organized and existing under the laws of Ohio has fully complied with Section 10 Article II of the Constitution, and with Sections 30-501 and 30-502, Idaho Code, by filing in this office on the 20th day of July 1965, a properly authenticated copy of its articles of incorporation, and on the 20th day of July 1965, a designation of T. H. Eberle or W. C. Roden in the County of Ada as statutory agent for said corporation within the State of Idaho, upon whom process issued by authority of, or under any law of this State, may be served.

AND I FURTHER CERTIFY, That said corporation has complied with the laws of the State of Idaho, relating to corporations not created under the laws of the State, as contained in Chapter 5 of Title 30, Idaho Code, and is therefore duly and regularly qualified as a corporation in Idaho, having the same rights and privileges, and being subject to the same laws, as like domestic corporations.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the Great Seal of the State. Done at Boise City, the Capital of Idaho, this 20th day of July , A.D. 1965 .

ARNOLD WILLIAMS
Secretary of State

By Deputy Secretary of State.

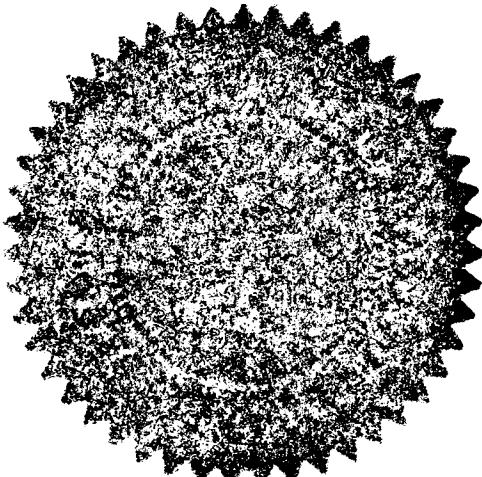
UNITED STATES OF AMERICA,
STATE OF OHIO,
OFFICE OF THE SECRETARY OF STATE.

I, TED W. BROWN,

Secretary of State of the State of Ohio, do hereby certify that the foregoing is an exemplified copy, carefully compared by me with the original record now in my official custody as Secretary of State, and found to be true and correct, of the

ARTICLES OF INCORPORATION
OF
WESCO FOODS COMPANY

filed in this office on the 17th day of October A. D. 1930
and recorded ~~on~~ (Volume) 390 , ~~frame~~ (Page) 118 of
the Records of Incorporations.



WITNESS my hand and official seal at
Columbus, Ohio, this _____^{8th} day
of _____ July 65 A.D. 19____

Ted W. Brown

TED W. BROWN
Secretary of State

John C. and J. L. F. Co.

—OF—

Food Food Company

(Name of Corporation)

The undersigned, a majority of whom are citizens of the United States, desiring to form a corporation, do hereby certify:

FIRST. The name of said corporation shall be.....*Food Food Company*.....

SECOND. The place in Ohio where its principal office is to be located is.....*Cincinnati*.....

Hamilton

County.

(City, Village or Township)

THIRD. The purpose or purposes for which it is formed are:

Manufacture, produce, raise, preserve, buy, sell, trade and deal in wholesale and retail, groceries and grocers' sundries, meats, fish, oysters and fowl; dairy; milk, butter, eggs and poultry; oil, extracts, confectionery and bakery goods; fruits, vegetables and produce; various merchandise, food supplies and food stuffs of every kind and description; to erect, maintain, operate and reduce factories, flour mills, oil mills, bakeries, packing houses, canneries, fisherries and all other manufacturing plants for the production, manufacture and preserving of food and articles of all kinds; to manufacture, buy, sell and deal in non-alcoholic and non-alkoholic beverages, flavoring extracts, spices, condiments and edibles; and to do by and all things, necessary, convenient, or incident to the carrying on of said business.

FOURTH. The maximum number of shares which the corporation is authorized to have outstanding is.....*One Hundred and Fifty*..... (.....*250*.....), all of which shall be without par value.

FIFTH. The amount of capital with which the corporation will begin business is.....*Two Hundred*..... Dollars (\$.....*200.00*.....).

IN WITNESS WHEREOF, We have hereunto subscribed our names, this.....*14th*..... day of *October*, 19.....*39*.....

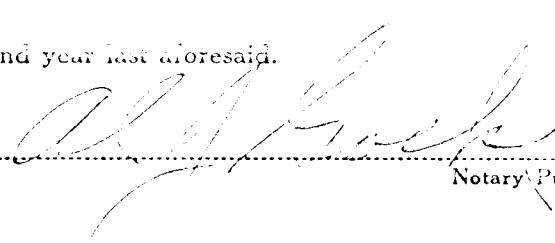
J. L. F. Co.
J. L. F. Co.
J. L. F. Co.

THE STATE OF OHIO, COUNTY OF....., ss.

Personally appeared before me, the undersigned, a Notary Public, in and for said county, this 21 day of January, 1906, the above named, T. S. Black and C. E. Hall, who each severally acknowledged the signing of the foregoing articles of incorporation to be his free act and deed, for the uses and purposes therein mentioned.

IN WITNESS my hand and official seal on the day and year last aforesaid.

(SEAL)


Notary Public.

Sec. 8623-3. A corporation for profit may be formed hereunder for any purpose or purposes, other than for carrying on the practice of any profession, for which natural persons lawfully may associate themselves, provided that where the General Code makes special provision for the filing of articles of incorporation of designated classes of corporations, such corporations shall be formed under such provisions and not hereunder. Corporations for the erection, owning and conducting of sanitaria for receiving and caring for patients, their medical and hygienic treatment and instruction of nurses in the treatment of disease and of hygiene shall not be deemed to be forbidden hereby.

Sec. 8623-4. Any number of natural persons, not less than three, a majority of whom are citizens of the United States, may become a corporation by subscribing, acknowledging and filing in the office of the secretary of state articles of incorporation, hereinafter called articles, setting forth:

1. The name of the corporation, which may begin with the word "the" and shall end with or include "company," "co.," "corporation," "incorporated" or "inc.," except as otherwise provided by law.

2. The place in this state where the principal office of the corporation is to be located.

3. The purpose or purposes for which it is formed.

4. The maximum number and the par value of shares with par value, and the maximum number of shares without par value, which the corporation is authorized to have outstanding; and if the shares are to be classified,

(a) the description of each class, the number and par value, if any, of the shares of each class and, if desired, of the rights of any class, and

(b) the express terms and provisions of the shares of each class.

"Express terms and provisions," as used in this act, shall mean any dividends, rates, preferences, conversion rights, voting or pre-emptive rights, rights in stated capital, option rights, partial or full, or redemption rights, which may be at the option of the shareholders or of the corporation, or at a specified time, or on a stated event, and shall provide on redemption of shares, for minimum amount, date ("date of call"), amount, premium, or series of any class, of dissolution, liquidation, cancellation, merger, or other cause, whereby the corporation shall be compelled to pay, or shall be entitled to pay, a certain price, or right of conversion of express terms and provisions, or any other right, or any restrictions or qualifications of the rights of the holders of shares of any class, which are expressed by the articles.

In lieu of stating the dividend rate, redemption price, or liquidation price, or price of shares of any class, or the series of any class of shares, or the number of shares constituting any series, the articles may provide the board of directors of the corporation, at one time or from time to time, within the limitations and restrictions stated herein, to fix or alter such dividend rate, redemption price, or liquidation price, or the series of shares constituting any series, or any of them, in respect of shares then issued or in the treasury of the corporation, by adopting an amendment to the articles, which amendment shall be filed in the office of the secretary of state before the issuance of any such shares, or the disposal of treasury shares on terms so fixed or altered.

5. The amount of capital with which the corporation will begin business, which shall be not less than five hundred dollars.

6. If desired, the amount of consideration for which subscriptions to shares without par value may be received by the incorporators, and the valuation of any considerations to be received for shares either with or without par value proposed to be presently issued.

7. Any lawful provisions which may be desired for the purpose of defining, limiting and regulating the exercise of the authority of the corporation, or of the directors or of the shareholders or of any class of shareholders, or for the purpose of defining and claiming rights and privileges of the shareholders among themselves. Any provision authorized to be made in the articles of a corporation may, if desired, be made in its articles.

If the corporation is for a purpose which includes the construction of a steam or electric railroad in more than one county or state, the articles shall also set forth its termini and the counties in this state into or through which it or its branches will pass.

A written appearance of an agent upon whom process, tax notices and demands against such corporation may be served as hereinafter provided shall be filed with the articles.

N. B. New matter in 113 Ohio Laws shown in italics.

Form A-1

Articles of Incorporation
State of Ohio
County of Cuyahoga
Date of Filing, 1/7/06
Year of Incorporation, 1906
and recorded
in Violation of Sec. 8623-4, Page 1 of the Records of Proceedings.

REMARKS
Articles of incorporation must be subscribed by at least three persons, majority of whom must be citizens of the United States. They may be acknowledged before a Notary Public, or may be signed and acknowledged to take effect by the incorporators.