

State of Idaho

Office of the Secretary of State

AMENDED CERTIFICATE OF REGISTRATION

OF

CONAGRA FOODS, INC.

File Number C 75317

I, LAWRENCE DENNEY, Secretary of the State, hereby certify that an Application for Amended Foreign Registration 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 Amended Certificate of Foreign Registration to reflect the name change from CONAGRA FOODS, INC. to **CONAGRA BRANDS, INC.** and attach hereto a duplicate of the application for such amended certificate.

Dated: November 15, 2016



Lawrence Denney
SECRETARY OF STATE

By *Shelly D. Denney*



AMENDMENT OF FOREIGN REGISTRATION STATEMENT

Title 30, Chapter 21, Idaho Code

Filing fee: \$30 typed, \$50 not typed

Complete and submit the application in duplicate.

2016 NOV 15 PM 3:27

SECRETARY OF STATE
STATE OF IDAHO

1. Entity name: ConAgra Foods, Inc.

2. The entity name is amended to: Conagra Brands, Inc.

a. If the new name is not available or permissible in Idaho, the name to be used in Idaho is:

3. The entity type is amended to:

- | | |
|--|--|
| <input checked="" type="checkbox"/> Business Corporation | <input type="checkbox"/> General Partnership |
| <input type="checkbox"/> Nonprofit Corporation | <input type="checkbox"/> General Cooperative Association |
| <input type="checkbox"/> Limited Liability Partnership | <input type="checkbox"/> Limited Partnership (including a limited liability limited partnership) |
| <input type="checkbox"/> Limited Liability Company | <input type="checkbox"/> Statutory Trust, Business Trust, or Common-law Business Trust |

☐ Other: _____
(Provide unlisted foreign entity type here)

4. The entity's jurisdiction is amended to: n/a

5. The street and mailing address(es) of its principal office is amended to:

222 Merchandise Mart Plaza Chicago, IL 60654

(Street Address)

Eleven ConAgra Drive, 11-260 Omaha, NE 68102

(Mailing Address, if different)

6. The name, capacity, and mailing address of the governor(s) is amended to:

n/a

(Name) (Capacity) (Address)

(Name) (Capacity) (Address)

Typed Name: Eric M. Johnson

Signature:

Capacity: Vice President, Tax

Secretary of State use only

IDAHO SECRETARY OF STATE

11/15/2016 05:00

CK:PREPAID CT:1157 BH:1555335

1@ 30.00 = 30.00 AMD FOR RE #2

1@ 20.00 = 20.00 EXPEDITE C #3

C75317

Delaware

The First State

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I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "CONAGRA BRANDS, 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 NINTH DAY OF NOVEMBER, A.D. 2016.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "CONAGRA BRANDS, INC." WAS INCORPORATED ON THE FIFTH DAY OF DECEMBER, A.D. 1975.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.



818944 8300

SR# 20166566006

You may verify this certificate online at corp.delaware.gov/authver.shtml

A handwritten signature of Jeffrey W. Bullock in black ink, written over a horizontal line. Below the line, the text "Jeffrey W. Bullock, Secretary of State" is printed.

Jeffrey W. Bullock, Secretary of State

Authentication: 203307105

Date: 11-09-16