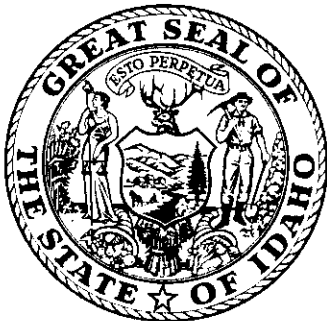# State of Idaho

Office of the Secretary of State

CERTIFICATE OF WITHDRAWAL

OF

COLORADO CONSTRUCTION COMPANY

File Number C 101233

I, BEN YSURSA, Secretary of State of the State of Idaho, hereby certify that Application for Certificate of Withdrawal from this State, 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 Certificate of Withdrawal and attach hereto a duplicate of the Application for such Certificate.

Dated: August 2, 2004

Ben Ysursa

SECRETARY OF STATE

By _____

APPLICATION FOR CERTIFICATE OF WITHDRAWAL

(Instructions on back of application)

To the Secretary of State of Idaho

Pursuant to Section 30-1-1520, **Idaho Code**, the undersigned Corporation hereby applies for a certificate of withdrawal from the State of Idaho, and for that purpose submits the following statement:

1. The name of the corporation is:

   Colorado Construction Company

   The name which it used in Idaho is:

2. It is incorporated under the laws of _Delaware_ .

3. It is not transacting business in the State of Idaho.

4. It hereby surrenders its authority to transact business in said state.

5. It revokes the authority of its registered agent in the State of Idaho to accept service of process and consents that service of process in any action, suit or proceeding based upon any cause of action arising in the State of Idaho during the time it was authorized to transact business therein may thereafter be made on it by registered or certified mail to the corporation at the address listed in item 6., below.

6. The post office address to which process against the corporation may be mailed is:

   One ConAgra Drive, Omaha, Nebraska 68102 .

7. It agrees to notify the Secretary of State of the State of Idaho of any change to the address in Item 6.

Signature _Debra L. Keith_

Typed Name _Debra L. Keith_

Capacity _Vice President, Tax_

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certofwithdrawal_corp.p65
Revised 07/2002

Customer Acct # :

(if using pre-paid account)

Secretary of State use only

C161233

IDAHO SECRETARY OF STATE
08/02/2004 05:00
CK: 206380 CT: 124768 BH: 758685
1 @ 20.00 = 20.00 FOR WITHDR # 2