

Commonwealth of Kentucky
John Y. Brown III
Secretary of State

Certificate of Dissolution

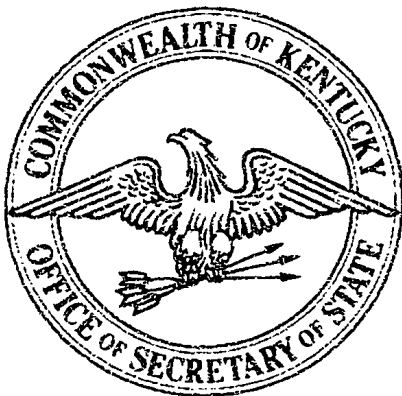
ROBT. C. OVINGTON
U. S. 60
MT. STERLING, KY 40353

0043133

I, John Y. Brown, Secretary of State of the Commonwealth of Kentucky, do hereby certify that according to the records in the office of the Secretary of State,

R AND D FOODS, INC.

did not file its 1999 annual report within sixty days after it was due. Accordingly, the Secretary of State administratively dissolved the corporation on November 2, 1999.



IN WITNESS THEREOF, I have
hereunto set my hand and affixed my
official seal this 2nd day of November,
1999.

John Y. Brown III

John Y. Brown III
Secretary of State