

HAWKINS, INC.

**Resolutions Relating to Transacting Business
as a Foreign Corporation Outside of Minnesota**

WHEREAS, the Board of Directors of Hawkins, Inc., a Minnesota corporation (the "Company"), considers the transaction of Company business outside the State of Minnesota to be desirable and in the best interests of the Company and its shareholders; and

WHEREAS, to conduct business in other states, the Company is required to register as a foreign corporation in such other states with applicable state governmental authorities; and

WHEREAS, the applicable state governmental authorities may require resolutions from the Board of Directors of the Company to authorize the Company to conduct business in such other states.

NOW, THEREFORE, BE IT RESOLVED, that the Company is authorized to conduct business as a foreign corporation in any state in the United States under the corporate names "Hawkins, Inc.," "Hawkins Water Treatment Group, Inc.," "Hawkins, Inc. of Minnesota," or such other corporate names as may be available for use in any state and as may be approved by John Hawkins, in his capacity as a member of the Board of Directors and as the Chief Executive Officer of the Company (the "Authorized Officer").

RESOLVED, that the Authorized Officer is hereby authorized and directed, for and on behalf of the Company, to adopt any resolutions on behalf of the Board of Directors relating to the Company's conduct of business as a foreign corporation in any state as may be required by such state or as may be determined to be necessary by the Authorized Officer, and the Authorized Officer, and any individual who may be appointed by the Authorized Officer, is hereby authorized and directed to take any action, including without limitation to execute and file any instruments and other documents required by any state, necessary to authorize the Company to conduct business as a foreign corporation in any state.

RESOLVED, that the Authorized Officer is hereby authorized, for and on behalf of the Company, to take all such other actions as are necessary or advisable to effectuate these resolutions and to carry out the intents and purposes hereof.

RESOLVED, that any acts of the Authorized Officer and of any person designated and authorized to act by the Authorized Officer, which acts would have been authorized by the foregoing resolutions except that such acts were taken prior to the adoption of such resolutions, are hereby ratified, confirmed, approved, and adopted as the acts of the Company.

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SECRETARY'S CERTIFICATE

The undersigned, Marvin E. Dee, does hereby certify that he is the duly elected, qualified and acting Secretary of Hawkins, Inc., a Minnesota corporation (the "Company"), and that a true and correct copy of the resolutions duly adopted by the Board of Directors of the Company on November 6, 2007 authorizing the Company to conduct business as a foreign corporation outside of the State of Minnesota, which resolutions remain in full force and effect and have not been amended, rescinded or superseded as of the date hereof, is attached hereto as Exhibit A.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand as of this 28th day of November, 2007.

HAWKINS, INC.

By Marvin E. Dee
Name: Marvin E. Dee
Title: Secretary