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File Number 6059-673-5

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1999-08-03 11:10:19
Cook County Recorder 27.00



99735160

State of Illinois
Office of
The Secretary of State

Whereas, APPLICATION FOR CERTIFICATE OF AUTHORITY TO TRANSACT BUSINESS IN THIS STATE OF SWIFT & COMPANY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE HAS BEEN FILED IN THE OFFICE OF THE SECRETARY OF STATE AS PROVIDED BY THE BUSINESS CORPORATION ACT OF ILLINOIS, IN FORCE JULY 1, A.D. 1984.

Now Therefore, I, Jesse White, Secretary of State of the State of Illinois, by virtue of the powers vested in me by law, do hereby issue this certificate and attach hereto a copy of the Application of the aforesaid corporation.

In Testimony Whereof, I hereto set my hand and cause to be affixed the Great Seal of the State of Illinois, at the City of Springfield, this 27TH day of JULY A.D. 1999 and of the Independence of the United States the two hundred and 24TH



Jesse White

Secretary of State

Box 314

(ms) oeo/hessere

George H. Ryan
Secretary of State
Department of Business Services
Springfield, IL 62756
Telephone (217) 782-1834

This space for use by Secretary of State

FILED

JUL 27 1999

JESSE WHITE
SECRETARY OF STATE

This space for use by
Secretary of State

Date 7-27-99
License Fee \$
Franchise Tax \$ 25.00
Filing Fee \$ 75.00
Penalties \$
Approved: Jed 100.00

Payment must be made by
certified check, cashier's check,
Illinois attorney's check, Illinois
C.P.A.'s check or money order,
payable to "Secretary of State."

1. (a) CORPORATE NAME: Swift & Company
(Complete item 1, (a) only if the corporate name is not available in this state.)
(b) ASSUMED CORPORATE NAME: _____
(By electing this assumed name, the corporation hereby agrees NOT to use its corporate name in the transaction of business in Illinois. Form BCA 4.15 is attached.)

2. (a) State or Country of Incorporation: Delaware
(b) Date of Incorporation: 12/13/96
(c) Period of Duration: perpetual

3. (a) Address of the principal office, wherever located: One ConAgra Drive
CC-242
Omaha, NE 68102-5001
(b) Address of principal office in Illinois:
(If none, so state) none

4. Name and address of the registered agent and registered office in Illinois.
Registered Agent The Prentice Hall Corporation System, Inc.
First Name Middle Name Last Name
Registered Office 33 North LaSalle Street
Number Street Suite #
Chicago 60602 Cook
City Zip Code County

5. States and countries in which it is admitted or qualified to transact business: (Include state of incorporation)
DE, AR, CA, FL, IA, IN, KY, MN, MO, SD, TX, WA

6. Names and residential addresses of officers and directors:

Name	No. & Street	City	State	Zip
President	see attached list			
Secretary				
Director				
Director				
Director				

If more than 3, attach list

7. Purpose or purposes proposed to be pursued in transacting business in this state
(If no sufficient space to cover this point, add one or more sheets of this size.)

Food distribution, processing, manufacturing

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8. Authorized and issued shares:

Class	Series	Par Value	Number of Shares Authorized	Number of Shares Issued
n/a	n/a	1.00	1,000	1,000

9. Paid-in Capital: \$ 1000
("Paid-in Capital" replaces the terms Stated Capital & Paid-in Surplus and is equal to the total of these accounts.)

10. (a) Give an estimate of the total value of all the property* of the corporation for the following year: \$ 186,543,339
- (b) Give an estimate of the total value of all the property* of the corporation for the following year that will be located in Illinois: \$ 244,125
- (c) State the estimated total business of the corporation to be transacted by it everywhere for the following year: \$ 1,359,098,721
- (d) State the estimated annual business of the corporation to be transacted by it at or from places of business in the State of Illinois: \$ 53,989,006

11. Interrogatories: (Important -- this section must be completed.)

- ** (a) Office or offices to which all contracts with the corporation are forwarded for final acceptance: 1 Congra Drive
CC-237, Omaha
NE, 68102
- (b) Number of shares of all classes owned by residents of Illinois: 0
- (c) Number of shares of all classes owned by non-residents of Illinois: 1,000
- (d) Is the corporation transacting business in this state at this time? No
- (e) If the answer to item 11(d) is yes, state the exact date on which it commenced to transact business in Illinois:

12. This application is accompanied by a copy of the articles of incorporation, as amended, duly authenticated, within the last ninety (90) days, by the proper officer of the state or country wherein the corporation is incorporated.

13. The undersigned corporation has caused this statement to be signed by its duly authorized officers, each of whom affirms, under penalties of perjury, that the facts stated herein are true. (All signatures must be in **BLACK INK**.)

Dated May 18, 19 99 Swift & Company
(Exact Name of Corporation)

attested by David Withers by Debra L Keith
(Signature of ~~Secretary~~ Assistant Secretary) (Signature of ~~President~~ Vice President)

David Withers, Assistant Sec. Debra L. Keith, V.P-Tax
(Type or Print Name and Title) (Type or Print Name and Title)

* PROPERTY as used in this application shall apply to all property of the corporation, real, personal, tangible, intangible, or mixed without qualifications.

** When the response to #11(a) lists ONLY an Illinois address, then the total business as reflected in #10(c) is also considered to be Illinois business for the purpose of computing the Illinois allocation factor. By signing this application, the corporation affirms that it is aware that the amount of paid-in capital, and consequently the amount of license fees and franchise taxes, may be proportionately higher due to the Illinois address shown under #11(a).

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Directors, Officers Report

Swift & Company (f/k/a CAG 30)

Wednesday, February 10, 1999

DIRECTORS

Kenneth W. DiFonzo Director
SSN: 351-46-9766
Effective: Friday, December 13, 1996
Home Address: 16646 Howard Circle
Omaha, NE 68118

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James P. O'Donnell Director
SSN: 404-64-9031
Effective: Thursday, September 25, 1997
Home Address: 1126 South 181 Plaza
Omaha, NE 68130

OFFICERS

Kenneth W. DiFonzo Vice President & Controller
SSN: 351-46-9766
Effective: Friday, December 13, 1996
Home Address: 16646 Howard Circle
Omaha, NE 68118

Debra L. Keith Vice President, Tax
SSN: 295-54-0075
Effective: Friday, December 19, 1997
Home Address: 2918 Blackhawk Circle
Omaha, NE 68123

Rodney Liddle Vice President, Finance
SSN: 320-44-8654
Effective: Monday, June 01, 1998
Home Address: 2144 Wheeler St.
Woodridge, IL 60517

James P. O'Donnell Secretary
SSN: 404-64-9031
Effective: Thursday, September 25, 1997
Home Address: 1126 South 181 Plaza
Omaha, NE 68130

Al V. Pisha Controller
SSN: 322-48-2177
Effective: Monday, June 01, 1998
Home Address: 1736 Country Club Dr.
Long Grove, IL 60047

David G. Withers Assistant Corporate Secretary
SSN: 507-78-3374
Effective: Monday, June 08, 1998
Home Address: 8105 N 40th St
Omaha, NE 68112 United States