

07-29-2003

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7-29-03

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102509896

attached original documents or copy thereof.

1. Name of conveying party(ies): 7-29-03

Plasmon Dietetici Alimentari S.P.A.

- Individual(s)
- General Partnership
- Corporation - ~~State~~ Italy
- Other
- Association
- Limited Partnership

Additional name(s) of conveying party(ies) attached? Yes No

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other
- Merger
- Change of Name

Execution Date: December 29, 1997

2. Name and address of receiving party(ies):

Name: Plasmon Dietetici Alimentari S.R.L.

Internal Address: _____

Street Address: Via Migliari 45

City: Latino State: Italy ZIP: 04100

City: Latino State: Italy ZIP: 04100

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation - ~~State~~ Italy
- Other

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No

(Designations must be a separate document from Assignment)

Additional name(s) & address(es) attached? Yes No

4. Application number(s) or registration number(s):

A. Trademark Application No.(s)

B. Trademark registration No.(s)

1,282,985

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Kathryn Jennison Shultz

Internal Address: Jennison & Shultz, P.C.

Street Address: Crystal Plaza #1, Suite 1102

2001 Jefferson Davis Highway

City: Arlington State: VA ZIP: 22202

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41):..... \$ 40.00

Enclosed

Authorized to be charged to deposit account

8. Deposit account number: _____

(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

07/30/2003 6TOM11 00000023 1282985

01 FC:8521

40.00 OP

9. Statement and signature.

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

Kathryn Jennison Shultz
Name of Person Signing

Kathryn Jennison Shultz
Signature

July 29, 2003

Date

Total number of pages comprising cover sheet: 1

TRADEMARK

CHAMBER OF COMMERCE
INDUSTRY, TRADES AND HANDICRAFTS, AND AGRICULTURE
MILAN

PROF.: CER/56273/1998/CM11679

August 18, 1996

CHAMBER OF COMMERCE, INDUSTRY, TRADES AND HANDICRAFTS, AND AGRICULTURE OF LATINA
- COMPANY REGISTER OFFICE -

[Left-hand margin: For stamped certificates the tax is paid in virtual mode (Authorization of Financial Administration Office of Milan No. 6743 of Sept. 11, 1978). Certificates on unstamped paper are issued for the purposes for which the law does not prescribe the stamp. The Secretary's Office dues are collected in conformance with the regulations in force at the date of issue of the certificate. Authorized certificates, which are issued in the original directly by the computer, bear the sign of the operator at the terminal]

HISTORICAL CERTIFICATE

GENERAL DATA ON COMPANY

REGISTRATION No.: 6624 Court of LATINA
of the Register of Companies of LATINA (LTO11-6624)
Date of Registration: Feb. 19, 1996

Registered in the ORDINARY section on Feb. 19, 1996

Already registered in Company Register under No. 54966 on Oct. 15, 1980

Company Title: "PLASMON DIETETICI ALIMENTARI S.r.l."
For short: "PLADA S.r.l."

Tax No.: 00937220598

Juridical form: LIMITED LIABILITY "PARTNERSHIP"

Registered Office:
LATINA (LT) - VIA MIGLIARA, No. 45 - POSTCODE 04100
Frazione BORGO GRAPPA

Constituted with Articles of Partnership of Sept. 2, 1980

Company's Capital in ITALIAN LIRA
resolved 4,500,000,000
subscribed 4,500,000,000
paid-up 4,500,000,000

Duration of Company
Date of Termination: Dec. 31, 2100

Corporate Purpose:
(PURPOSE REFORMULATED)

THE COMPANY HAS AS ITS PURPOSE THE PRODUCTION AND TRADING OF FOODSTUFFS AND BEVERAGES, DIETARY PRODUCTS AND PRODUCTS FOR BABIES, PHARMACEUTICAL GOODS AND COSMETICS OF ANY NATURE, HYGIENIC AND HEALTH SPECIALITIES AND PERFUMERY OF ANY NATURE, TOYS, ANIMAL FEEDS, CLOTHING ARTICLES, FURNISHINGS, HOUSEHOLD GOODS, TECHNICAL ARTICLES, PRECISION ARTICLES, OPTICAL EQUIPMENT IN GENERAL, PHOTOGRAPHIC INSTRUMENTS AND MATERIALS, SUNGLASSES, PROTECTIVE GLASSES AND GOGGLES, FRAMES AND ACCESSORIES FOR SPECTACLES OF ANY TYPE, ARTICLES FOR COLLECTIONS, INCLUDING POSTAGE STAMPS AND OBJECTS OF ART AND ANTIQUES, AS WELL AS THE PURCHASE AND EXPLOITATION OF TRADE-MARKS, PATENTS AND TECHNOLOGIES, THE RENDERING OF SERVICES REGARDING THE PRODUCTION AND TRADING OF THE ARTICLES LISTED ABOVE, AS WELL AS SERVICES REGARDING TRANSFER OF GOODS OR SERVICES OF A HYGIENIC OR HEALTH NATURE.

THE COMPANY MAY MOREOVER EXERCISE, IN ANY MANNER, INCLUDING UNDER THE FORM OF PARTICIPATION THEREIN, AGRICULTURAL ACTIVITIES, ACTIVITIES OF STOCK-BREEDING, TRANSFORMATION OF PRODUCE OF THE SOIL, AND IN GENERAL ACTIVITIES CONNECTED WITH THE PRODUCTION CYCLE OR WITH THE

Cont.

CHAMBER OF COMMERCE
INDUSTRY, TRADES AND HANDICRAFTS, AND AGRICULTURE
MILAN

PROT.: CER/56273/1998/CM11679

August 18, 1998

CHAMBER OF COMMERCE, INDUSTRY, TRADES AND HANDICRAFTS, AND AGRICULTURE OF LATINA
- COMPANY REGISTER OFFICE -

GOODS AND ECONOMIC ACTIVITIES INDICATED ABOVE.

THE COMPANY MOREOVER HAS AS ITS PURPOSE THE CARRYING-OUT OF FINANCIAL OPERATIONS AND THE OFFER OF FINANCIAL AND ACCOUNTING SERVICES, AND ADMINISTRATIVE SERVICES, INCLUDING VIA COMPUTER TECHNOLOGIES, IN ITALY AND ABROAD, ALL THE SAID ACTIVITIES BEING CARRIED OUT WITHIN THE CONTEXT OF THE GROUP, AND IN ANY CASE WITH THE EXCLUSION OF ANY ACTIVITY IN REGARD TO THE PUBLIC; AMONG OTHER THINGS, THE COMPANY MAY IN PARTICULAR CARRY OUT, WITHIN THE SCOPE REFERRED TO ABOVE, THE FOLLOWING ACTIVITIES:

TRADING, EXCHANGE AND MANAGEMENT OF PUBLIC AND PRIVATE SECURITIES; GRANTING OF FINANCING, LOANS AND ADVANCES.

THE COMPANY MAY PERFORM ALL THE COMMERCIAL, INDUSTRIAL AND REAL-ESTATE OPERATIONS THAT WILL BE DEEMED NECESSARY OR USEFUL BY ITS GOVERNING BODY FOR THE ACHIEVEMENT OF THE COMPANY PURPOSE. THE COMPANY MAY, THOUGH NOT PREVALENTLY AND NOT IN REGARD TO THE PUBLIC, PERFORM FINANCIAL OPERATIONS AND TRANSACTIONS REGARDING PERSONAL PROPERTY THAT WILL BE DEEMED NECESSARY OR USEFUL FOR THE ACHIEVEMENT OF THE COMPANY PURPOSE, ASSUME STAKES AND HOLDINGS IN OTHER COMPANIES OR FIRMS HAVING A PURPOSE SIMILAR, AKIN OR IN ANY WAY CONNECTED WITH ITS OWN, EITHER DIRECTLY OR INDIRECTLY, AS WELL AS ISSUE GUARANTEES, INCLUDING MORTGAGE LIENS, IN FAVOUR OF THE PARTNERS AND ALSO IN FAVOUR OF THIRD PARTIES.

COMPANY BODIES IN OFFICE

- Effective auditors

Number of members in office: 3

- Substitute auditors

Number of members in office: 2

Powers associated to the BOARD OF DIRECTORS

THE BOARD OF DIRECTORS IS VESTED WITH THE WIDEST POWERS FOR THE ORDINARY AND EXTRAORDINARY MANAGEMENT OF THE COMPANY, WITHOUT ANY LIMITATION, WITH THE SOLE EXCEPTION OF THE POWERS THAT ARE RESERVED BY LAW TO THE MEETING.

THE BOARD OF DIRECTORS SHALL THUS HAVE, FOR EXAMPLE, THE RIGHT TO PURCHASE, ALIENATE AND EXCHANGE GOODS, MOVEABLE PROPERTY, VEHICLES AND REAL PROPERTY, TO BESTOW THE SAME UPON OTHER COMPANIES THAT HAVE BEEN CONSTITUTED OR ARE TO BE CONSTITUTED, ASSUME HOLDINGS AND INTERESTS IN CONFORMANCE WITH ARTICLE 4 OF THE ARTICLES OF PARTNERSHIP, STIPULATE TENANCY AGREEMENTS AND LEASES, INCLUDING ONES EXCEEDING NINE YEARS' DURATION, PERFORM ANY BANKING TRANSACTION WHETHER BORROWING OR LENDING, COLLECT, ISSUE AND ENDORSE CHEQUES, BILLS OF EXCHANGE, PROMISSORY NOTES, MONEY ORDERS OR SIMILAR NOTES, DRAW, AND EVEN OVERDRAW, FROM THE CURRENT ACCOUNTS OF THE COMPANY, ASSUME OBLIGATIONS INCLUDING LIABILITIES ON BILLS OF EXCHANGE, MORTGAGE LOANS, AUTHORIZE ENTRIES, TRANSCRIPTIONS, CANCELLATIONS AND REGISTRATIONS REGARDING MORTGAGES, ABANDON STATUTORY MORTGAGES, EXONERATING THE COMPETENT REGISTRARS OF DEEDS FROM ANY RESPONSIBILITY IN THIS REGARD, REACH COMPROMISES AND SETTLEMENTS THROUGH ARBITRATORS, INCLUDING AMICABLE COMPOUNDERS, IN THE CASES NOT FORBIDDEN BY LAW, AUTHORIZE AND PERFORM ANY OPERATION OR TRANSACTION AT THE OFFICES OF "GOVERNMENT STOCK", THE BANK OF ITALY, THE DEPOSITS AND LOANS FUND, AND ANY OTHER OFFICE IN GENERAL.

THE BOARD OF DIRECTORS MAY MOREOVER APPOINT ATTORNEYS FOR PARTICULAR ACTS OR CATEGORIES OF ACTS.

HOLDERS OF OFFICES OR QUALIFICATIONS

CHAMBER OF COMMERCE
INDUSTRY, TRADES AND HANDICRAFTS, AND AGRICULTURE
MILAN

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PROT.: CER/56273/1998/CMI1679

August 11, 1998

CHAMBER OF COMMERCE, INDUSTRY, TRADES AND HANDICRAFTS, AND AGRICULTURE OF LATINA
- COMPANY REGISTER OFFICE -

- CHAIRMAN OF THE BOARD OF DIRECTORS appointed on November 6, 1996 up to April 30, 1999
duration of office UP TO APPROVAL OF BALANCE SHEET

Powers

FACULTY OF REPRESENTATION OF THE COMPANY BEFORE THIRD PARTIES AND IN COURT OF LAW

LUIGI RIPOLLA

born at TREVIGLIO (BG), on May 18, 1937

Signature registered

- ATTORNEY AD NEGOTIA appointed on May 19, 1981

GIAN PIETRO BORASIO

born at GENOA (GE), on November 30, 1933

Signature not registered

- ATTORNEY

LINO GHIRARDATO

born at BOLOGNA (BO), on February 12, 1930

- ATTORNEY appointed on April 28, 1982

ALESSANDRO CASU

born at ROME (RM), on July 8, 1934

- ATTORNEY appointed on September 18, 1996

duration of office UP TO REVOCATION

CARLO GANDOLFO

born at MILAN (MI), on April 17, 1947

- ATTORNEY

- BOARD MEMBER appointed on November 6, 1996 up to April 30, 1999

duration of office UP TO APPROVAL OF BALANCE SHEET

PIETRO CARNIMEO

born at BARI (BA), on May 21, 1938

Signature registered

- ATTORNEY appointed on April 19, 1983

ROBERTO CANDINI

born at PAVIA (PV), on December 28, 1930

Signature registered

HEAD OF PERSONNEL appointed on June 16, 1993

- ATTORNEY appointed on July 16, 1996

duration of office UP TO REVOCATION

MARCO DE TULLIO

born at MOLFETTA (BA), on June 16, 1947

Signature registered

- ATTORNEY AD HOC appointed on July 4, 1996

duration of office UP TO REVOCATION

Powers:

HEAD OF DEPARTMENT FOR PREVENTION OF AND PROTECTION FROM RISKS AT LATINA PLANT

ANTONIO CARRARO

born at BASSANO DEL GRAPPA (VI), on February 10, 1940

CHAMBER OF COMMERCE
INDUSTRY, TRADES AND HANDICRAFTS, AND AGRICULTURE
MILAN

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PROT.: CER/56273/1998/CMI1679

August 11, 1998

CHAMBER OF COMMERCE, INDUSTRY, TRADES AND HANDICRAFTS, AND AGRICULTURE OF LATINA
- COMPANY REGISTER OFFICE -

Signature registered

- ATTORNEY appointed on October 11, 1985

Powers:

HEAD OF PERSONNEL AT OZZANO TARO (PR) PLANT

FULVIO PACINI

born at CASSINO (FR), on April 15, 1943

Signature registered

- ATTORNEY

MICHELE MAZZITELLI

born at PARGHELIA (VV), on October 28, 1943

- ATTORNEY appointed on November 8, 1994

Powers:

POWER OF ATTORNEY REP. No. 117312 of November 8, 1994

GIORGIO BISSOLI

born at VIGASIO (VR), on November 12, 1947

- ATTORNEY appointed on February 23, 1987

ADOLFO DUBINI

born at LOMAZZO (CO), on November 7, 1942

Signature registered

ATTORNEY AD HOC appointed on September 14, 1989

Powers:

EXTENSION OF POWERS ACCORDING TO POWER OF ATTORNEY

FILIPPO BRANDI

born at SPINETOLI (AP), on May 1, 1938

Tax code: BRNFPP38E01I912P

Signature registered

- ATTORNEY appointed on October 8, 1987

ATTORNEY AD HOC appointed on April 28, 1992

MICHEL JORDENS

born at GENT, state: BELGIUM, on March 14, 1957

Signature registered

- ATTORNEY appointed on October 20, 1987

CAMILLO DI PALMA

born at ALFEDENA (AQ) on June 18, 1931

Signature registered

- ATTORNEY appointed on October 8, 1987

RICCARDO MAIORCA

born at ROME (RM) on October 18, 1931

Signature registered

- ATTORNEY appointed on July 4, 1996

duration in office UNTIL REVOCATION

ENNIO CAMPAGNOLO

born at CARMIGNANO DI BRENTA (PD) on March 11, 1942

CHAMBER OF COMMERCE
INDUSTRY, TRADES AND HANDICRAFTS, AND AGRICULTURE
MILAN

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PROT.: CER/56273/1998/CMI1679

August 18, 199

CHAMBER OF COMMERCE, INDUSTRY, TRADES AND HANDICRAFTS, AND AGRICULTURE OF LATINA
- COMPANY REGISTER OFFICE -

ATTORNEY appointed on June 25, 1996
duration in office UNTIL REVOCATION

Powers:
ATTORNEY AD NEGOTIA WITH ORIGINAL SIGNATURE WITHIN THE VALUE LIMIT CORRESPONDING TO 500,0
E.C.U.s AS EXPENDITURE LIMITATION FOR THE COMPANY
- BOARD MEMBER appointed on November 6, 1996 up to April 30, 1999
duration of office UP TO APPROVAL OF BALANCE SHEET
EMILIO PERZAGHI
born at COMO (CO), on August 24, 1940
Signature registered

- ATTORNEY AD HOC appointed on July 4, 1996
duration of office UNTIL REVOCATION

Powers:
HEAD OF MANAGEMENT AND DEPARTMENT OF RISK PREVENTION AND PROTECTION OF THE MILAN PLANT, V
CADCLINI 26, AND THE OZZANO TARO PLANT
HEAD OF MANAGEMENT OF OZZANO TARO PLANT
AMELIO GOVINI
born at STRADELLA (PV) on June 4, 1945
Signature registered

- ATTORNEY appointed on February 6, 1990
duration of office FOR INDEFINITE PERIOD
SERGIO SACCHI
born at FORNOVO DI TARO (PR) on May 24, 1946
Tax Code: SCCSRG46E24D728X
Signature registered

- ATTORNEY appointed on September 23, 1992
PIETRO TRIOLO
born at PANTELLERIA (TP) on May 2, 1936
Tax Code: TRLPTR36E02Q315F
Signature registered

- ATTORNEY appointed on April 13, 1990
duration of office FOR INDEFINITE PERIOD
PAOLO RUFFINI
born at ROVELLASCA (CO) on June 9, 1945
Signature registered

- ATTORNEY AD HOC appointed on July 4, 1996
duration of office UNTIL REVOCATION
Powers:
HEAD OF DEPARTMENT OF RISK PREVENTION AND PROTECTION OF THE MILAN PLANT
FAUSTO TRESOLDI
born at TREVIGLIO (BG) on July 30, 1961
Signature registered

- ATTORNEY AD HOC appointed on July 4, 1996
duration of office UNTIL REVOCATION
Powers:
HEAD OF DEPARTMENT OF RISK PREVENTION AND PROTECTION

CHAMBER OF COMMERCE
INDUSTRY, TRADES AND HANDICRAFTS, AND AGRICULTURE
MILAN

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PROT.: CER/56273/1998/CMI1679

August 18, 1998

CHAMBER OF COMMERCE, INDUSTRY, TRADES AND HANDICRAFTS, AND AGRICULTURE OF LATINA
- COMPANY REGISTER OFFICE -

FRANCO PARACCHINI

born at SESTO ED UNITI (CR) on October 13, 1944
Signature registered

ATTORNEY appointed on March 18, 1992
duration of office FOR INDEFINITE PERIOD

ALESSANDRO CAVALLERI

born at CASTANO PRIMO (MI) on December 25, 1949
Signature registered

ATTORNEY appointed on October 13, 1992

GENERAL MANAGER appointed on October 13, 1992

BOARD MEMBER appointed on November 6, 1996 until April 30, 1999

duration of office UP TO APPROVAL OF BALANCE SHEET

MANAGING DIRECTOR appointed on November 6, 1996 until April 30, 1999

CLAUDIO SERAFINI

born at MILAN (MI) on March 30, 1941

ATTORNEY appointed on March 1, 1994

duration of office FOR INDEFINITE PERIOD

ANTONELLA GIACOBONE

born at ALESSANDRIA (AL) on March 30, 1959

- HEAD OF PLANT appointed on March 1, 1994

Powers:

HEAD OF MANAGEMENT OF LATINA PLANT, VIA MIGLIARA 45

- ATTORNEY appointed on July 4, 1996

duration of office UNTIL REVOCATION

ALDO BOSATRA

born at MILAN (MI) on January 9, 1945

Signature registered

- TECHNICAL MANAGER appointed on March 27, 1981

Powers:

HEAD OF QUALITY FROM Nov. 10, 1994 FOR OZZANO TARO PLANT AND MILAN PLANT

GABRIELE CICOGNANI

born at FORLI' (FO) on September 18, 1946

- ATTORNEY appointed on March 30, 1994

Powers:

HEAD OF ACCIDENT PREVENTION FOR MILAN OFFICE

GIORGIO CALZA

born at SOMMO (PV) on January 20, 1945

- ATTORNEY appointed on March 30, 1994

Powers:

HEAD OF PERSONNEL AT LATINA PLANT

MAURO PASCUTI

born at SAN FELICE CIRCEO (LT) on February 26, 1946

Signature registered

CHAMBER OF COMMERCE
INDUSTRY, TRADES AND HANDICRAFTS, AND AGRICULTURE
MILAN

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PROCT.: CER/56273/1998/CMI1679

August 18, 199

CHAMBER OF COMMERCE, INDUSTRY, TRADES AND HANDICRAFTS, AND AGRICULTURE OF LATINA
- COMPANY REGISTER OFFICE -

- ATTORNEY appointed on February 10, 1995
duration of office UNTIL REVOCATION
GIULIO MARCO BORTOLUSSI
Born at MILAN (MI) on July 24, 1962
Tax Code: BRT GMR62L24F205X

- ATTORNEY appointed on November 10, 1994
MARCO QUINTIERI
born at ROME (RM) on October 16, 1954

- ATTORNEY appointed on November 8, 1994
SALVATORE AMICO
born at PANTELLERIA (TP) on June 1, 1944

- ATTORNEY appointed on January 20, 1995
duration of office UNTIL REVOCATION
CARLO GIUSEPPE GALBIATI
born on July 12, 1943
Tax Code: GLBCRL43L12I566H

- ATTORNEY appointed on April 3, 1995
duration of office UNTIL REVOCATION
CARLO ALBERTO CONTE
born at PADOVA (PD) on January 29, 1958
Tax Code: CNTCLL58A29G224M

- ATTORNEY appointed on April 3, 1995
duration of office UNTIL REVOCATION
GIORGIO EMANUELE SACCHETTO
born at MILAN (MI) on June 2, 1956
Tax Code: SCCGGM56H02F205M

- ATTORNEY appointed on November 23, 1995
duration of office UNTIL REVOCATION
BOARD MEMBER appointed on November 6, 1996 up to April 30, 1999
CESARE DIDONI
born at MACHERIO (MI) on September 18, 1950
Tax Code: DDNCSR50P18E786L

- ATTORNEY appointed on July 4, 1996
duration of office UNTIL REVOCATION
GIANPAOLO RICCI
born at MILAN (MI) on May 3, 1945
Tax Code: RCCGPL45E03F205K
Signature registered

- ATTORNEY appointed on July 16, 1996
duration of office UNTIL REVOCATION
PIERANGELO PORTALUPI
born at MILAN (MI) on October 15, 1943
Tax Code: PRTPNG43R15F205C
Signature registered

CHAMBER OF COMMERCE
INDUSTRY, TRADES AND HANDICRAFTS, AND AGRICULTURE
MILAN

8

PROT.: CER/56273/1998/CMI1679

August 13, 1998

CHAMBER OF COMMERCE, INDUSTRY, TRADES AND HANDICRAFTS, AND AGRICULTURE OF LATINA
- COMPANY REGISTER OFFICE -

- ATTORNEY appointed on January 16, 1997
duration of office UNTIL REVOCATION
GIORGIO CROSIO
born at MILAN (MI) on May 10, 1950
Tax Code: CRSGRG50E10F205X

- ATTORNEY appointed on March 6, 1997
duration of office UNTIL REVOCATION
Powers:

LISTED IN INSTRUMENT BEARING SAME DATE, REP. No. 128986, NOTARY PUBLIC M. MEZZANOTTE OF MILAN
REGISTERED IN MILAN ON March 12, 1997 UNDER No. 07232, SERIES 2A
PIERLUIGI CROVETTO
born at MILAN (MI) on June 3, 1957
Tax Code: CVTPLG57H03F205U

- ATTORNEY appointed on January 14, 1998
Powers:

POWERS ACCORDING TO POWER OF ATTORNEY ISSUED ON January 14, 1998, REP. No. 132969, NOTARY
PUBLIC MASSIMO MEZZANOTTE OF MILAN, RECORDED IN MILAN ON January 16, 1998 UNDER No. 96
SERIES 2A

ATTILIO REDONDI
born at VIMODRONE (MI) on March 10, 1944
Tax Code: RDNTTL44C10M053Q
Signature registered

- CHAIRMAN OF AUDITORS' COMMITTEE appointed on July 28, 1998
duration of office UP TO APPROVAL OF BALANCE SHEET as at December 31, 2000
PIERLUIGI GATTI
born at MILAN (MI) on October 2, 1921
Tax Code: GTTPLG21R02F205L

- EFFECTIVE AUDITOR appointed on July 28, 1998
duration of office UP TO APPROVAL OF BALANCE SHEET as at December 31, 2000
NICOLINO CAVALLUZZO
born at BENEVENTO (BN) on January 1, 1958
Tax Code: CVLNLN58A01A783K

- EFFECTIVE AUDITOR appointed on July 28, 1998
duration of office UP TO APPROVAL OF BALANCE SHEET as at December 31, 2000
GIORGIO SILVA
born at SAMARATE (VA) on May 3, 1945
Tax Code: SLVGRG45E03H736V

- SUBSTITUTE AUDITOR appointed on July 28, 1998
duration of office UP TO APPROVAL OF BALANCE SHEET as at December 31, 2000
VINCENZO CROCE
born at VOGHERA (PV) on April 26, 1961
Tax Code: CRCVCN61D26M109J

- SUBSTITUTE AUDITOR appointed on July 28, 1998
duration of office UP TO APPROVAL OF BALANCE SHEET as at December 31, 2000
VISCARDO ZANARDI
born at MILAN (MI) on August 28, 1948
Tax Code: ZNRVCR48M28F205K

CHAMBER OF COMMERCE
INDUSTRY, TRADES AND HANDICRAFTS, AND AGRICULTURE
MILAN

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PROT.: CER/56273/1998/CMI1679

August 16, 1998

CHAMBER OF COMMERCE, INDUSTRY, TRADES AND HANDICRAFTS, AND AGRICULTURE OF LATINA
- COMPANY REGISTER OFFICE -

COMPANY ACTIVITY

Date of start of company activity: April 1, 1981

Activity carried on in registered office:

ACTIVITY: PRODUCTION AND TRADING OF FOODSTUFFS, DIETARY PRODUCTS, PRODUCTS FOR BABIES AND
HOMOGENIZED MEAT PRODUCTS.

SECONDARY CENTRES AND LOCAL UNITS

- Local Unit REPRESENTATIVE OFFICE
MADRID CALLE GUADALQUIVIR, 18 SPAIN

Opening date: June 26, 1988

Local Unit PLANT
OFFICE
MILAN (MI) VIA CADOLINI, 0026 - POSTCODE 20137

Activity carried out:

PRODUCTION OF FOODSTUFFS, DIETARY PRODUCTS AND PRODUCTS FOR BABIES

Opening date: April 1, 1981

Local Unit: PLANT
OFFICE
COLLECCHIO (PR) VIA NAZIONALE, 123 POSTCODE 43046
Frazione OZZANO TARO

Activity carried out:

ACTIVITY: FROM APRIL 1, 1981 PRODUCTION OF FOODSTUFFS, DIETARY PRODUCTS AND PRODUCTS FOR
BABIES

Opening date: April 1, 1981

The information and data regarding the acts deposited before entry into force of the Decree of
the President of the Italian Republic No. 581 of Dec. 7, 1995 may appear in extract or
synthetic form.

* * * THE FOLLOWING ACTS ARE REGISTERED IN THE REGISTER OF COMPANIES * * *

OTHER ACTS:

FOUR NEW POWERS OF ATTORNEY

Repertory No. AN/4

presented in Chamber of Commerce on January 31, 1995, Protocol No. 95000883

COMMUNICATION OF APPOINTMENT - TERMINATION FROM OFFICE OF AUDITORS

Repertory No. AN/8

CHAMBER OF COMMERCE
INDUSTRY, TRADES AND HANDICRAFTS, AND AGRICULTURE
MILAN

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PROT.: CER/56273/1998/CMI1679

August 18, 1998

CHAMBER OF COMMERCE, INDUSTRY, TRADES AND HANDICRAFTS, AND AGRICULTURE OF LATINA
- COMPANY REGISTER OFFICE -

Presented in Chamber of Commerce on March 1, 1995, Protocol No. 95001871

**

OTHER ACTS:

Repertory No. AS/4

presented in Chamber of Commerce on March 13, 1995, Protocol No. 95002176

**

OTHER ACTS:

presented in Chamber of Commerce on March 13, 1995, Protocol No. 95002177

**

OTHER ACTS: ACCEPTANCE OF OFFICE - REGISTRATION OF ORIGINAL SIGNATURE

Repertory No. AN/8

presented in Chamber of Commerce on May 12, 1995, Protocol No. 95003935

**

COMMUNICATION OF TERMINATION FROM OFFICE OF MEMBERS OF BOARD OF DIRECTORS

Repertory No. AN/8

presented in Chamber of Commerce on May 12, 1995, Protocol No. 95003937

**

RECORD OF MEETING OF BOARD OF DIRECTORS

Repertory No. AS/4

presented in Chamber of Commerce on June 2, 1995, Protocol No. 95009341

**

OTHER ACTS:

Repertory No. AS/4

presented in Chamber of Commerce on June 16, 1995, Protocol No. 95010211

**

OTHER ACTS:

Repertory No. AS/4

presented in Chamber of Commerce on June 16, 1995, Protocol No. 95010212

**

OTHER ACTS: PROJECT OF FUSION

Repertory No. AS/4

presented in Chamber of Commerce on July 28, 1995, Protocol No. 95013619

**

MINUTES OF EXTRAORDINARY MEETING - RESOLUTION OF FUSION

Repertory No. AS/4

presented in Chamber of Commerce on September 25, 1995, Protocol No. 95015841

CHAMBER OF COMMERCE
INDUSTRY, TRADES AND HANDICRAFTS, AND AGRICULTURE
MILAN

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PROT.: CER/56273/1998/CW11679

August 19, 1998

CHAMBER OF COMMERCE, INDUSTRY, TRADES AND HANDICRAFTS, AND AGRICULTURE OF LATINA
- COMPANY REGISTER OFFICE -

ORDINARY BALANCE SHEET

Repertory No. MOD.B

presented in Chamber of Commerce on September 26, 1995, Protocol No. 95015863

**

COMMUNICATION OF LIST OF PARTNERS

Repertory No. RD

presented in Chamber of Commerce on September 26, 1995, Protocol No. 95015864

**

MINUTES OF ORDINARY MEETING - APPOINTMENT/REVOCAION OF BOARD MEMBERS/AUDITORS

Repertory No. AS/4

presented in Chamber of Commerce on September 26, 1995, Protocol No. 95015879

**

COMMUNICATION OF APPOINTMENT-TERMINATION FROM OFFICE OF AUDITORS

Repertory No. AN/8

presented in Chamber of Commerce on September 26, 1995, Protocol No. 95015880

**

COMMUNICATION OF APPOINTMENT-TERMINATION FROM OFFICE OF BOARD MEMBERS

Repertory No. AN/8

presented in Chamber of Commerce on September 26, 1995, Protocol No. 95015881

**

OTHER ACTS: ACT OF FUSION

Repertory No. AS/4 + AN/8

presented in Chamber of Commerce on October 27, 1995, Protocol No. 95016824

**

OTHER ACTS:

POWER OF ATTORNEY

Repertory No. AS4

presented in Chamber of Commerce on January 5, 1996, Protocol No. 96000205

**

OTHER ACTS:

Repertory No. AS4

presented in Chamber of Commerce on February 9, 1996, Protocol No. 96001488

Protocol No. 64966/00 of February 19, 1996

DE JURE ENROLMENT IN ORDINARY SECTION OF REGISTER OF FIRMS

CHAMBER OF COMMERCE
INDUSTRY, TRADES AND HANDICRAFTS, AND AGRICULTURE
MILAN

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PROT.: CER/56273/1998/OMI1679

August 18, 1996

CHAMBER OF COMMERCE, INDUSTRY, TRADES AND HANDICRAFTS, AND AGRICULTURE OF LATINA
- COMPANY REGISTER OFFICE -

- MODIFICATION OF DATA REGARDING PERSON/COMPANY
FILIPPO BRANDI
POWERS CONFERRED:
POWERS ACCORDING TO POWER OF ATTORNEY

** Protocol No. 8022/00 of July 25, 1996

S2 MODIFICATION OF COMPANY, CONSORZIO G.E.I.E., "ECONOMIC PUBLIC BODY"

** Protocol No. 8022/1 of July 25, 1996

OTHER ACTS:
GENERAL POWER OF ATTORNEY
of June 25, 1996
Repertory No. 125745
Act registered on September 24, 1996
Rectified on September 24, 1996

- MODIFICATION OF DATA REGARDING PERSON/COMPANY
EMILIO TERZAGHI
CONFIRMATION IN OFFICE OF:
ATTORNEY DURATION: UNTIL REVOCATION

- POWERS CONFERRED:
PREVIOUS POWERS: (ABSENT)

** Protocol No. 9410/00 of August 5, 1996

P ENROLMENT IN REGISTER OF COMPANIES AND REGISTER OF ACTS AND FACTS REGARDING 1 PERSON
S2 MODIFICATION OF COMPANY, CONSORZIO G.E.I.E.
"ECONOMIC PUBLIC BODY"

Protocol No. 9410/1 of August 5, 1996

OTHER ACTS:
POWER OF ATTORNEY
of July 4, 1996
Repertory No. 125866
Act registered on September 24, 1996
Rectified on September 24, 1996

- MODIFICATION OF DATA REGARDING PERSON/COMPANY
ENNIO CAMPAGNOLO
CONFIRMATION IN OFFICE OF:
ATTORNEY DURATION: UNTIL REVOCATION

Protocol No. 9410/2 of August 5, 1996

OTHER ACTS:
REGISTRATION OF ATTORNEY'S SIGNATURE
of July 4, 1996
Act registered on September 24, 1996
Rectified on September 24, 1996

PROT.: CER/56273/1998/CMI1679

August 18, 199

CHAMBER OF COMMERCE, INDUSTRY, TRADES AND HANDICRAFTS, AND AGRICULTURE OF LATINA
- COMPANY REGISTER OFFICE -

** Protocol No. 9411/00 of August 5, 1996

P ENROLMENT IN REGISTER OF COMPANIES AND REGISTER OF ACTS AND FACTS REGARDING 1 PERSON
S2 MODIFICATION OF COMPANY, CONSORZIO G.E.I.E.
"ECONOMIC PUBLIC BODY"

** Protocol No. 9411/1 of August 5, 1996

OTHER ACTS:

POWER OF ATTORNEY
of July 4, 1996
Repertory No. 125868
Act registered on September 10, 1996
Rectified on September 10, 1996

- ENTRY OF NEW PERSON

RICCI GIANPAOLO Tax Code: RCCGPL45E03F205K
APPOINTMENT TO THE OFFICE AND/OR QUALIFICATION OF:
APPOINTED TO THE OFFICE OF ATTORNEY FROM July 4, 1996 DURATION: UNTIL REVOCATION

** Protocol No. 9411/2 of August 5, 1996

OTHER ACTS:

REGISTRATION OF ATTORNEY'S SIGNATURE
of July 4, 1997
Act registered on September 10, 1996
Rectified on September 10, 1996

** Protocol No. 9412/00 of August 5, 1996

P ENROLMENT IN REGISTER OF COMPANIES AND REGISTER OF ACTS AND FACTS REGARDING 1 PERSON
S2 MODIFICATION OF COMPANY, CONSORZIO G.E.I.E.
"ECONOMIC PUBLIC BODY"

** Protocol No. 9412/1 of August 5, 1996

OTHER ACTS:

SPECIAL POWER OF ATTORNEY
of July 4, 1996
Repertory No. 125869
Act registered on September 24, 1996
Rectified on September 24, 1996

- MODIFICATION OF DATA REGARDING PERSON/COMPANY

ALDO BOSATRA
CONFIRMATION IN OFFICE OF:
ATTORNEY DURATION: UNTIL REVOCATION

** Protocol No. 9412/2 of August 5, 1996

OTHER ACTS:

REGISTRATION OF ATTORNEY'S SIGNATURE
of July 4, 1996
Act registered on September 24, 1996

CHAMBER OF COMMERCE
INDUSTRY, TRADES AND HANDICRAFTS, AND AGRICULTURE
MILAN

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PROT.: CER/56273/1998/CMI1679

August 18, 1998

CHAMBER OF COMMERCE, INDUSTRY, TRADES AND HANDICRAFTS, AND AGRICULTURE OF LATINA
- COMPANY REGISTER OFFICE -

Rectified on September 24, 1996

** Protocol No. 9413/00 of August 5, 1996

P ENROLMENT IN REGISTER OF COMPANIES AND REGISTER OF ACTS AND FACTS REGARDING 1 PERSON
S2 MODIFICATION OF COMPANY, CONSORZIO G.E.I.E.
"ECONOMIC PUBLIC BODY"

** Protocol No. 9413/1 of August 5, 1996

OTHER ACTS:

SPECIAL POWER OF ATTORNEY
of July 4, 1996

Repertory No. 125871

Act registered on October 2, 1996

Rectified on October 2, 1996

- MODIFICATION OF DATA REGARDING PERSON/COMPANY

FAUSTO TRESOLDI

CONFIRMATION IN OFFICE OF:

ATTORNEY AD HOC DURATION: UNTIL REVOCATION

- POWERS CONFERRED:

PREVIOUS POWERS: (ABSENT)

** Protocol No. 9413/2 of August 5, 1996

OTHER ACTS:

REGISTRATION OF ATTORNEY'S SIGNATURE
of July 4, 1996

Act registered on October 2, 1996

Rectified on October 2, 1996

** Protocol No. 9414/00 of August 5, 1996

P ENROLMENT IN REGISTER OF COMPANIES AND REGISTER OF ACTS AND FACTS REGARDING 1 PERSON
S2 MODIFICATION OF COMPANY, CONSORZIO G.E.I.E.
"ECONOMIC PUBLIC BODY"

** Protocol No. 9414/1 of August 5, 1996

OTHER ACTS:

SPECIAL POWER OF ATTORNEY
of July 4, 1996

Repertory No. 125873

Act registered on October 2, 1996

Rectified on October 2, 1996

- MODIFICATION OF DATA REGARDING PERSON/COMPANY

FRANCO PARACCHINI

CONFIRMATION IN OFFICE OF:

ATTORNEY AD HOC DURATION: UNTIL REVOCATION

- POWERS CONFERRED:

PREVIOUS POWERS: (ABSENT)

PROT.: CER/56273/1998/CMI1679

August 15, 1998

CHAMBER OF COMMERCE, INDUSTRY, TRADES AND HANDICRAFTS, AND AGRICULTURE OF LATINA
- COMPANY REGISTER OFFICE -

** Protocol No. 9414/2 of August 5, 1996

OTHER ACTS:
REGISTRATION OF ATTORNEY'S SIGNATURE
of July 4, 1996
Act registered on October 2, 1996
Rectified on October 2, 1996

** Protocol No. 9415/00 of August 5, 1996

P ENROLMENT IN REGISTER OF COMPANIES AND REGISTER OF ACTS AND FACTS REGARDING 1 PERSON
S2 MODIFICATION OF COMPANY, CONSORZIO G.E.I.E.
"ECONOMIC PUBLIC BODY"

** Protocol No. 9415/1 of August 5, 1996

OTHER ACTS:
SPECIAL POWER OF ATTORNEY
of July 4, 1996
Repertory No. 125870
Act registered on October 1, 1996
Rectified on October 1, 1996

- MODIFICATION OF DATA REGARDING PERSON/COMPANY
AMELIO COVINI
CONFIRMATION IN OFFICE OF:
ATTORNEY AD HOC DURATION: UNTIL REVOCATION

- POWERS CONFERRED:
PREVIOUS POWERS:
HEAD OF MANAGEMENT OF MILAN PLANT, VIA CADOLINI 26
HEAD OF MANAGEMENT OF OZZANO TARO PLANT

** Protocol No. 9415/2 of March 5, 1996

OTHER ACTS:
REGISTRATION OF ATTORNEY'S SIGNATURE
of July 4, 1996
Act registered on October 1, 1996
Rectified on October 1, 1996

** Protocol No. 9594/00 of August 8, 1996

P ENROLMENT IN REGISTER OF COMPANIES AND REGISTER OF ACTS AND FACTS REGARDING 1 PERSON
S2 MODIFICATION OF COMPANY, CONSORZIO G.E.I.E.
"ECONOMIC PUBLIC BODY"

** Protocol No. 9594/1 of August 8, 1996

OTHER ACTS:
POWER OF ATTORNEY
of July 16, 1996
Repertory No. 126036
Act registered on September 24, 1996
Rectified on September 24, 1996

PROCT.: CER/56273/1998/CMI1679

August 19, 1996

CHAMBER OF COMMERCE, INDUSTRY, TRADES AND HANDICRAFTS, AND AGRICULTURE OF LATINA
- COMPANY REGISTER OFFICE -

- ENTRY OF NEW PERSON

PIERANGELO PORTALUPI Tax Code: PRTPNG43R15F205C

APPOINTMENT TO THE OFFICE AND/OR QUALIFICATION OF:

APPOINTED TO THE OFFICE OF ATTORNEY FROM July 16, 1996 DURATION: UNTIL REVOCATION

** Protocol No. 9594/2 of August 8, 1996

OTHER ACTS:

REGISTRATION OF ATTORNEY'S SIGNATURE

of July 16, 1996

Act registered on September 24, 1996

Rectified on September 24, 1996

** Protocol No. 9595/00 of August 8, 1996

P ENROLMENT IN REGISTER OF COMPANIES AND REGISTER OF ACTS AND FACTS REGARDING 1 PERSON

S2 MODIFICATION OF COMPANY, CONSORZIO G.E.I.E.

"ECONOMIC PUBLIC BODY"

** Protocol No. 9595/1 of August 8, 1996

OTHER ACTS:

POWER OF ATTORNEY

of July 16, 1996

Repertory No. 126035

Act registered on September 24, 1996

Rectified on September 24, 1996

- MODIFICATION OF DATA REGARDING PERSON/COMPANY

MARCO DE TULLIO

CONFIRMATION IN OFFICE OF:

ATTORNEY DURATION: UNTIL REVOCATION

** Protocol No. 9595/2 of August 8, 1996

OTHER ACTS:

REGISTRATION OF ATTORNEY'S SIGNATURE

of July 16, 1996

Act registered on September 24, 1996

Rectified on September 24, 1996

** Protocol No. 9784/00 of August 19, 1996

S2 MODIFICATION OF COMPANY, CONSORZIO G.E.I.E.

"ECONOMIC PUBLIC BODY"

** Protocol No. 9784/1 of August 19, 1996

RECORD OF EXTRAORDINARY MEETING

of July 26, 1996

Act registered on August 20, 1996

Rectified on August 20, 1996

** Protocol No. 10459/00 of September 24, 1996

CHAMBER OF COMMERCE
INDUSTRY, TRADES AND HANDICRAFTS, AND AGRICULTURE
MILAN

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PROT.: CER/56273/1998/CMI1679

August 18, 199

CHAMBER OF COMMERCE, INDUSTRY, TRADES AND HANDICRAFTS, AND AGRICULTURE OF LATINA
- COMPANY REGISTER OFFICE -

P ENROLMENT IN REGISTER OF COMPANIES AND REGISTER OF ACTS AND FACTS REGARDING 1 PERSON
S2 MODIFICATION OF COMPANY, CONSORZIO G.E.I.E.
"ECONOMIC PUBLIC BODY"

** Protocol No. 10459/1 of September 24, 1996

OTHER ACTS:

of July 4, 1996

Repertory No. 125872

Act registered on September 25, 1996

Rectified on September 25, 1996

- MODIFICATION OF DATA REGARDING PERSON/COMPANY

ANTONIO CARRARO

CONFIRMATION IN OFFICE OF:

ATTORNEY AD HOC DURATION: UNTIL REVOCATION

** Protocol No. 11632/00 of October 17, 1996

P ENROLMENT IN REGISTER OF COMPANIES AND REGISTER OF ACTS AND FACTS REGARDING 1 PERSON
S2 MODIFICATION OF COMPANY, CONSORZIO G.E.I.E.
"ECONOMIC PUBLIC BODY"

** Protocol No. 11632/1 of October 17, 1996

OTHER ACTS:

POWER OF ATTORNEY

of September 18, 1996

Repertory No. 126557

Act registered on October 21, 1996

Rectified on October 21, 1996

- MODIFICATION OF DATA REGARDING PERSON/COMPANY

CARLO GANDOLFO

CONFIRMATION IN OFFICE OF:

ATTORNEY DURATION: UNTIL REVOCATION

** Protocol No. 15526/00 of November 20, 1996

P ENROLMENT IN REGISTER OF COMPANIES AND REGISTER OF ACTS AND FACTS REGARDING 8 PERSONS
S2 MODIFICATION OF COMPANY, CONSORZIO G.E.I.E.
"ECONOMIC PUBLIC BODY"

** Protocol No. 15526/1 of November 20, 1996

MINUTES OF ORDINARY MEETING/REVOCATION OF BOARD MEMBERS/AUDITORS

of November 6, 1996

Act registered on December 3, 1996

Rectified on December 3, 1996

** Protocol No. 15526/2 of November 20, 1996

MINUTES OF MEETING OF BOARD OF DIRECTORS - APPOINTMENT OF CHAIRMAN OF B. OF DIRECTORS
of November 6, 1996

Act registered on December 3, 1996

Rectified on December 3, 1996

CHAMBER OF COMMERCE
INDUSTRY, TRADES AND HANDICRAFTS, AND AGRICULTURE
MILAN

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PROT.: CER/56273/1998/CMI1679.

August 18, 1998

CHAMBER OF COMMERCE, INDUSTRY, TRADES AND HANDICRAFTS, AND AGRICULTURE OF LATINA
- COMPANY REGISTER OFFICE -

** Protocol No. 15526/3 of November 20, 1996

COMMUNICATION OF TERMINATION FROM OFFICE OF MEMBERS OF BOARD OF DIRECTORS
of November 6, 1996
Act registered on December 3, 1996
Rectified on December 3, 1996

** Protocol No. 15527/00 of November 20, 1996

P ENROLMENT IN REGISTER OF COMPANIES AND REGISTER OF ACTS AND FACTS REGARDING 8 PERSONS
S2 MODIFICATION OF COMPANY, CONSORZIO G.E.I.E.
"ECONOMIC PUBLIC BODY"

** Protocol No. 15527/1 of November 20, 1996

MINUTES OF ORDINARY MEETING/REVOCAION OF BOARD MEMBERS/AUDITORS
of November 6, 1996
Act registered on November 25, 1996
Rectified on November 25, 1996

- VARIATION IN COMPANY BODIES
PREVIOUS SITUATION: (ABSENT)

- MODIFICATION OF DATA REGARDING PERSON/COMPANY
LUIGI RIBOLLA
CONFIRMATION IN OFFICE OF:
CHAIRMAN OF BOARD OF DIRECTORS DURATION: UNTIL April 30, 1999 UP TO APPROVAL OF BALAN
SHEET

- POWERS CONFERRED:
PREVIOUS POWERS:
ALL POWERS OF ORDINARY AND EXTRAORDINARY ADMINISTRATION, SIGNATURE AND REPRESENTATION OF T.
COMPANY BEFORE THIRD PARTIES AND IN COURT OF LAW

- MODIFICATION OF DATA REGARDING PERSON/COMPANY
GIAN PIETRO BORASIO
TERMINATION FROM THE OFFICE OR QUALIFICATION OF:
BOARD MEMBER DATE OF APPOINTMENT November 6, 1996

- MODIFICATION OF DATA REGARDING PERSON/COMPANY
LINO GHIRARDATO
TERMINATION FROM THE OFFICE OR QUALIFICATION OF:
BOARD MEMBER

- MODIFICATION OF DATA REGARDING PERSON/COMPANY
PIETRO CARNIMEO
CONFIRMATION IN THE OFFICE OF:
BOARD MEMBER DURATION: UNTIL April 30, 1999 UP TO APPROVAL OF BALANCE SHEET

- MODIFICATION OF DATA REGARDING PERSON/COMPANY
ADOLFO DUBINI
TERMINATION FROM THE OFFICE OR QUALIFICATION OF:
BOARD MEMBER

CHAMBER OF COMMERCE
INDUSTRY, TRADES AND HANDICRAFTS, AND AGRICULTURE
MILAN

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PROT.: CER/56273/1998/CMI1679

August 18, 1999

CHAMBER OF COMMERCE, INDUSTRY, TRADES AND HANDICRAFTS, AND AGRICULTURE OF LATINA
- COMPANY REGISTER OFFICE -

- MODIFICATION OF DATA REGARDING PERSON/COMPANY

EMILIO TERZAGHI

CONFIRMATION IN THE OFFICE OF:

BOARD MEMBER DURATION: UNTIL April 30, 1999 UP TO APPROVAL OF BALANCE SHEET

- MODIFICATION OF DATA REGARDING PERSON/COMPANY

CLAUDIO SERAFINI

CONFIRMATION IN THE OFFICE OF:

BOARD MEMBER DURATION: UNTIL April 30, 1999 UP TO APPROVAL OF BALANCE SHEET

- CONFIRMATION IN THE OFFICE OF:

MANAGING DIRECTOR DURATION: UP TO April 30, 1999

- MODIFICATION OF DATA REGARDING PERSON/COMPANY

CESARE DIDONI Tax Code: DDNCSR50P18E786L

APPOINTMENT TO THE OFFICE OF

BOARD MEMBER DURATION: UP TO April 30, 1999

** Protocol No. 15527/2 of November 20, 1996

MINUTES OF MEETING OF BOARD OF DIRECTORS - APPOINTMENT OF CHAIRMAN OF B. OF DIRECTORS

of November 6, 1996

Act registered on November 25, 1996

Rectified on November 25, 1996

** Protocol No. 15527/3 of November 20, 1996

COMMUNICATION OF TERMINATION FROM OFFICE OF MEMBERS OF BOARD OF DIRECTORS

of November 6, 1996

Act registered on November 25, 1996

Rectified on November 25, 1996

** Protocol No. 15527/4 of November 20, 1996

OTHER ACTS: ACCEPTANCE OF OFFICE - REGISTRATION OF ORIGINAL SIGNATURE

of November 6, 1996

Act registered on November 25, 1996

Rectified on November 25, 1996

** Protocol No. 2930/00 of February 17, 1997

P ENROLMENT IN REGISTER OF COMPANIES AND REGISTER OF ACTS AND FACTS REGARDING 1 PERSON

S2 MODIFICATION OF COMPANY, CONSORZIO G.E.I.E.

"ECONOMIC PUBLIC BODY"

** Protocol No. 2930/1 of February 17, 1997

OTHER ACTS:

POWER OF ATTORNEY

of January 16, 1997

Repertory No. 128271

Act registered on February 21, 1997

Rectified on February 21, 1997

CHAMBER OF COMMERCE
INDUSTRY, TRADES AND HANDICRAFTS, AND AGRICULTURE
MILAN

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PROT.: CER/56273/1998/CMI1679

August 18, 1998

CHAMBER OF COMMERCE, INDUSTRY, TRADES AND HANDICRAFTS, AND AGRICULTURE OF LATINA
- COMPANY REGISTER OFFICE -

** Protocol No. 5763/00 of April 4, 1997

P ENROLMENT IN REGISTER OF COMPANIES AND REGISTER OF ACTS AND FACTS REGARDING 1 PERSON
S2 MODIFICATION OF COMPANY, CONSORZIO G.E.I.E.
"ECONOMIC PUBLIC BODY"

** Protocol No. 5763/1 of April 4, 1997

OTHER ACTS:

POWER OF ATTORNEY

of March 6, 1997

Repertory No. 128986

Act registered on April 7, 1997

Rectified on April 7, 1997

** Protocol No. 22404/00 of December 29, 1997

S2 MODIFICATION OF COMPANY, CONSORZIO G.E.I.E.
"ECONOMIC PUBLIC BODY"

S LIST OF PARTNERS AND HOLDERS OF RIGHTS ON COMPANY SHARES OR STOCKS

** Protocol No. 22404/1 of December 29, 1997

MINUTES OF EXTRAORDINARY MEETING

REP. No. 132225

of November 26, 1997

PUBLIC INSTRUMENT DRAWN UP by MASSIMO MEZZANOTTE

Repertory No. 132223/11889 in MILAN (MI)

Homologated on December 18, 1997 under No. 1760/97

Recorded on December 12, 1997 under No. 21726 SERIES 1B in MILAN (MI)

Act registered on December 29, 1997

- VARIATION IN COMPANY TITLE. PREVIOUS COMPANY TITLE:

"PLASMON DIETETICI ALIMENTARI S.P.A." "PLADA S.P.A."

Transcription entered on December 29, 1997

- VARIATION IN JURIDICAL FORM: PREVIOUS FORM:

SOCIETA' PER AZIONI (S.P.A.) - JOINT-STOCK COMPANY

Transcription entered on December 29, 1997

- VARIATION IN EXPIRATION OF FINANCIAL PERIODS - EXPIRATION OF PREVIOUS FIN. PERIODS:

EXPIRATION OF SUBSEQUENT PERIODS: April 30 OF EACH YEAR

Transcription entered on December 29, 1997

- VARIATION IN COMPANY BODIES

VARIATION IN ADMINISTRATIVE FORMS

PREVIOUS FORM:

BOARD OF DIRECTORS

NUMBER OF MEMBERS IN OFFICE: 5

Transcription entered on December 29, 1997

- MODIFICATION IN POWERS OF COMPANY BODIES

Transcription entered on December 29, 1997

- VARIATION IN COMPANY PURPOSE - PREVIOUS COMPANY PURPOSE:

CHAMBER OF COMMERCE
INDUSTRY, TRADES AND HANDICRAFTS, AND AGRICULTURE
MILAN

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PROT.: CER/56273/1998/CMI1679

August 18, 1999

CHAMBER OF COMMERCE, INDUSTRY, TRADES AND HANDICRAFTS, AND AGRICULTURE OF LATINA
- COMPANY REGISTER OFFICE -

COMPANY PURPOSE:

THE PRODUCTION AND TRADING OF FOODSTUFFS AND BEVERAGES, DIETARY PRODUCTS AND PRODUCTS FOR BABIES, PHARMACEUTICAL GOODS AND COSMETICS OF ANY NATURE, HYGIENIC AND HEALTH SPECIALITIES AND PERFUMERY OF ANY NATURE, TOYS, ANIMAL FEEDS, CLOTHING ARTICLES, FURNISHINGS, HOUSEHOLD GOODS, TECHNICAL ARTICLES, PRECISION ARTICLES, OPTICAL EQUIPMENT IN GENERAL, PHOTOGRAPHIC INSTRUMENTS AND MATERIALS, SUNGLASSES, PROTECTIVE GLASSES AND GOGGLES, FRAMES AND ACCESSORIES FOR SPECTACLES OF ANY TYPE, ARTICLES FOR COLLECTIONS, INCLUDING POSTAGE STAMPS AND OBJECTS OF ART AND ANTIQUES, AS WELL AS THE PURCHASE AND EXPLOITATION OF TRADE-MARKS, PATENTS AND TECHNOLOGIES, THE RENDERING OF SERVICES REGARDING THE PRODUCTION AND TRADING OF THE ARTICLES LISTED ABOVE, AS WELL AS SERVICES REGARDING TRANSFER OF GOODS OR SERVICES OF A HYGIENIC OR HEALTH NATURE.

THE COMPANY MAY MOREOVER EXERCISE, IN ANY MANNER, INCLUDING UNDER THE FORM OF PARTICIPATION THEREIN, AGRICULTURAL ACTIVITIES, ACTIVITIES OF STOCK-BREEDING, TRANSFORMATION OF PRODUCE OF THE SOIL, AND IN GENERAL ACTIVITIES CONNECTED WITH THE PRODUCTION CYCLE OR WITH THE GOODS AND ECONOMIC ACTIVITIES INDICATED ABOVE.

Transcription entered on December 29, 1997

- OTHER MODIFICATIONS IN ARTICLES OF ASSOCIATION
ADOPTION OF NEW TEXT FOR ARTICLES OF ASSOCIATION
Transcription entered on December 29, 1997

** Protocol No. 2571/00 of February 13, 1998

S2 MODIFICATION OF COMPANY, CONSORZIO G.E.I.E.
"ECONOMIC PUBLIC BODY"

P ENROLMENT IN REGISTER OF COMPANIES AND REGISTER OF ACTS AND FACTS REGARDING 1 PERSON

** Protocol No. 2571/1 of February 13, 1998

OTHER ACTS:

POWER OF ATTORNEY No. 132969
of January 14, 1998

Act registered on February 24, 1998

** Protocol No. 6275/00 of May 11, 1998

S2 MODIFICATION OF COMPANY, CONSORZIO G.E.I.E.
"ECONOMIC PUBLIC BODY"

** Protocol No. 6275/1 of May 11, 1998

OTHER ACTS: PROJECT OF FUSION

of May 4, 1998

Registered on May 21, 1998

FUSION

On May 4, 1998 THERE WAS DRAWN UP THE PROJECT OF FUSION BY CORPORATE MERGER OF THE COMPANY/COMPANIES SOCIETA' FATTORIA SCALDASOLE S.p.A., REGISTERED OFFICE IN MONGUZZO/COMO MAREBLU' S.r.l., WITH REGISTERED OFFICE IN VIA MIGLIARA 45, LATINA, No. LT011/0000/00002230 OF REGISTER OF FIRMS M.B. S.r.l., WITH REGISTERED OFFICE IN VIA MIGLIARA 45, LATINA, No. LT000/1998/000097596 OF REGISTER OF FIRMS

Transcription recorded on May 21, 1998

** Protocol No. 10817/00 of June 19, 1998

CHAMBER OF COMMERCE
INDUSTRY, TRADES AND HANDICRAFTS, AND AGRICULTURE
MILAN

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PROT.: CER/56273/1998/CMI1679

August 18, 1998

CHAMBER OF COMMERCE, INDUSTRY, TRADES AND HANDICRAFTS, AND AGRICULTURE OF LATINA
- COMPANY REGISTER OFFICE -

S2 MODIFICATION OF COMPANY, CONSORZIO G.E.I.E.
"ECONOMIC PUBLIC BODY"

** Protocol No. 10817/1 of June 19, 1998

MINUTES OF EXTRAORDINARY SHAREHOLDERS' MEETING - RESOLUTION OF FUSION
of May 26, 1998

PUBLIC DOCUMENT DRAWN UP by MASSIMO MEZZANOTTE

Repertory No. 134829/12340 in MILAN (MI)

Homologated on June 10, 1998 under No. 865

Recorded on June 10, 1998 under No. 18057 SERIES 1A in MILAN (MI)

Entered on July 7, 1998

- FUSION

On May 26, 1998 RESOLUTION OF FUSION BY CORPORATE MERGER OF THE COMPANY/COMPANIES M.B. S.r.l.
WITH REGISTERED OFFICE IN LATINA, VIA MIGLIARA 45, No. LT000/1996/000097596 OF REGISTER
FIRMS MAREBLU S.r.l., WITH REGISTERED OFFICE IN LATINA, VIA MIGLIARA 45, N
LT011/0000/000022307 OF REGISTER OF FIRMS FATTORIA SCALDASOLE S.p.A., WITH REGISTERED OFFICE
AT MONGUZZO/COMO, VIA DONIZETTI 7

Transcription recorded on July 7, 1998

** Protocol No. 11837/00 of July 7, 1998

S2 MODIFICATION OF COMPANY, CONSORZIO G.E.I.E.
"ECONOMIC PUBLIC BODY"

** Protocol No. 11837/1 of July 7, 1998

OTHER ACTS: ACT OF SPLITTING
of June 30, 1998

Act entered on July 22, 1998

- SPLIT

On June 30, 1998 THERE WAS DRAWN UP THE PROJECT OF SPLITTING BY MEANS OF CONSTITUTION OF THE
NEW COMPANY INTERNATIONAL FOOD S.r.l., WITH REGISTERED OFFICE IN LATINA, VIA MIGLIARA 45
PLASMON DIETETICI ALIMENTARI S.r.l., WITH REGISTERED OFFICE IN LATINA, VIA MIGLIARA 45
Transcription entered on July 22, 1998

** Protocol No. 15034/00 of August 10, 1998

S2 MODIFICATION OF COMPANY, CONSORZIO G.E.I.E.
"ECONOMIC PUBLIC BODY"

P ENROLMENT IN REGISTER OF COMPANIES AND REGISTER OF ACTS AND FACTS REGARDING 5 PERSONS

** Protocol No. 15034/1 of August 10, 1998

MINUTES OF ORDINARY MEETING OF SHAREHOLDERS - APPOINTMENT/REVOCATION OF BOARD MEMBERS/AUDITORS
of July 28, 1998

Act entered on August 18, 1998

- ENTRY OF NEW PERSON

PIERLUIGI GATTI Tax Code: GTPLG21R02F205L

APPOINTMENT TO THE OFFICE AND/OR QUALIFICATION OF:

APPOINTED TO THE OFFICE OF CHAIRMAN OF THE AUDITORS' COMMITTEE FROM July 28, 1998 DURATION
UP TO APPROVAL OF BALANCE SHEET AS AT December 31, 2000

Transcription entered on August 18, 1998

CHAMBER OF COMMERCE
INDUSTRY, TRADES AND HANDICRAFTS, AND AGRICULTURE
MILAN

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PROT.: CER/56273/1998/CMI1679

August 18, 1998

CHAMBER OF COMMERCE, INDUSTRY, TRADES AND HANDICRAFTS, AND AGRICULTURE OF LATINA
- COMPANY REGISTER OFFICE -

- ENTRY OF NEW PERSON

NICOLINO CAVALLUZZO Tax Code: CVLNLN58A01A783K

APPOINTMENT TO THE OFFICE AND/OR QUALIFICATION OF:

APPOINTED TO THE OFFICE OF EFFECTIVE AUDITOR FROM July 28, 1998 DURATION: UP TO APPROVAL
BALANCE SHEET AS AT December 31, 2000

Transcription entered on August 18, 1998

- ENTRY OF NEW PERSON

GIORGIO SILVA Tax Code: SLVGRG45E03H736V

APPOINTMENT TO THE OFFICE AND/OR QUALIFICATION OF:

APPOINTED TO THE OFFICE OF EFFECTIVE AUDITOR FROM July 28, 1998 DURATION: UP TO APPROVAL
BALANCE SHEET AS AT December 31, 2000

Transcription entered on August 18, 1998

- ENTRY OF NEW PERSON

VINCENZO CROCE Tax Code: CRCVCN61D26M109J

APPOINTMENT TO THE OFFICE AND/OR QUALIFICATION OF:

APPOINTED TO THE OFFICE OF SUBSTITUTE AUDITOR FROM July 28, 1998 DURATION: UP TO APPROVAL
BALANCE SHEET AS AT December 31, 2000

Transcription entered on August 18, 1998

- ENTRY OF NEW PERSON

VISCARDO ZANARDI Tax Code: ZNRVCR48M28F205K

APPOINTMENT TO THE OFFICE AND/OR QUALIFICATION OF:

APPOINTED TO THE OFFICE OF SUBSTITUTE AUDITOR FROM July 28, 1998 DURATION: UP TO APPROVAL
BALANCE SHEET AS AT December 31, 2000

Transcription entered on August 18, 1998

** Protocol No. 15034/2 of August 10, 1998

COMMUNICATION OF APPOINTMENT OF AUDITORS

of July 28, 1998

Act registered on August 18, 1998

** Protocol No. 15034/3 of August 10, 1998

COMMUNICATION OF TERMINATION FROM OFFICE OF AUDITORS

of July 28, 1998

Act registered on August 18, 1998

* * * HISTORICAL INFORMATION DRAWN FROM REGISTER OF COMPANIES * * *

Date of declaration (M) August 28, 1995

August 28, 1995 - MODIFICATION OF DEMOGRAPHIC DATA AGAINST AUTOMATIC RETRIEVAL FROM
MINISTRY OF FINANCE

Date of declaration (M) March 21, 1995

February 10, 1995 - APPOINTMENT OR ADMISSION OF GIULIO MARCO BORTOLUSSI, ATTORNEY

Date of declaration (M) February 15, 1995

November 11, 1994- CONFIRMATION OF APPOINTMENT(S) OR QUALIFICATION(S) OF ATTORNEY FROM
GIORGIO BISSOLI MODIFICATION OF OFFICE FOR GABRIELE CICOGNANI FROM

CHAMBER OF COMMERCE
INDUSTRY, TRADES AND HANDICRAFTS, AND AGRICULTURE
MILAN

24

PROT.: CER/56273/1998/CMI1679

August 18, 1999

CHAMBER OF COMMERCE, INDUSTRY, TRADES AND HANDICRAFTS, AND AGRICULTURE OF LATINA
- COMPANY REGISTER OFFICE -

TECHNICAL MANAGER

November 10, 1994 - APPOINTMENT OR ADMISSION OF MARCO QUINTIERI, ATTORNEY

November 8, 1994 - APPOINTMENT OR ADMISSION OF SALVATORE AMICO, ATTORNEY

Date of declaration (M) April 3, 1995

January 20, 1995 - APPOINTMENT OR ADMISSION OF CARLO GIUSEPPE GALBIATI, ATTORNEY

Date of declaration (M) June 2, 1995

April 21, 1995 - ASSUMPTION OF OFFICE(S) OR QUALIFICATION(S) OF MANAGING DIRECTOR F
CLAUDIO SERAFINI

- TERMINATION FROM OFFICE(S) OR QUALIFICATION(S) OF MANAGING DIRECTOR F
LINO GHIRARDATO

Date of declaration (M) June 16, 1995

April 3, 1995 - APPOINTMENT OR ADMISSION OF CARLO ALBERTO CONTE, ATTORNEY

- APPOINTMENT OR ADMISSION OF GIORGIO EMANUELE SACCHETTO, ATTORNEY

Date of declaration (M) September 25, 1995

September 14, 1995 - RESOLUTION OF FUSION BY CORPORATE MERGER OF HEINZ ITALIA S.p.A.

Date of declaration (M) September 26, 1995

September 14, 1995 - TERMINATION FROM ALL OFFICES AND/OR QUALIFICATIONS FOR GIAN FRAN
PANTALEONI BORN AT MILAN ON March 23, 1936 (BOARD MEMBER)

- CONFIRMATION OF BOARD OF DIRECTORS UP TO April 30, 1996

Date of declaration (M) October 27, 1995

October 24, 1995 - VARIATION IN COMPANY DURATION

- RESOLUTION OF REDUCTION OF COMPANY CAPITAL STOCK

- MERGER IN EXECUTION OF RESOLUTION OF September 14, 1995

- VARIATION IN COMPANY PURPOSE - ADOPTION OF NEW TEXT FOR ARTICLES OF
ASSOCIATION

Date of declaration (M) January 5, 1996

November 23, 1995 - APPOINTMENT OR ADMISSION OF CESARE DIDONI, ATTORNEY

* * * HISTORICAL INFORMATION FOLLOWING ON ENROLMENT IN REGISTER OF COMPANIES * * *

Date of declaration (M) February 17, 1997

January 16, 1997 - APPOINTMENT OR ADMISSION OF GIORGIO CROSIO, ATTORNEY

Date of declaration (M) April 4, 1997

March 6, 1997 - APPOINTMENT OR ADMISSION OF PIERLUIGI CROVETTO, ATTORNEY AD HOC

Date of declaration (M) February 13, 1998

January 14, 1998 - APPOINTMENT OR ADMISSION OF ATTILIO REDONDI, ATTORNEY

The present certificate bears the information/data registered in the Register of Companies as
of the present day.

THE REGISTRAR FOR THE REGISTER OF FIRMS
ERASMO FIUMARA

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Cont.

TRADEMARK
REEL: 002788 FRAME: 0569

CHAMBER OF COMMERCE
INDUSTRY, TRADES AND HANDICRAFTS, AND AGRICULTURE
MILAN

25

PROT.: CER/56273/1998/CMi1679

August 18, 1998

CHAMBER OF COMMERCE, INDUSTRY, TRADES AND HANDICRAFTS, AND AGRICULTURE OF LATINA
- COMPANY REGISTER OFFICE -

STAMP TAX PAID IN VIRTUAL MODE - AUTHORIZATION OF FINANCIAL ADMINISTRATION OFFICE OF MILAN N.
6743 OF Sept. 11, 1978

Collected for 10 STAMPS	200,000 (**TWO HUNDRED THOUSAND**)	Italian lira
for DUES	12,000 (**TWELVE THOUSAND**)	Italian lira
TOTAL	212,000 (**TWO HUNDRED AND TWELVE THOUSAND**)	Italian lira

DRAWN UP VIA AUTOMATED COMPUTER SYSTEM AT THE FIRM REGISTER OFFICE OF MILAN IN ACCORDANCE WITH
ARTICLE 3 OF THE LEGISLATIVE DECREE No. 39/93

ON BEHALF OF THE REGISTRAR
PIER DANIELE MELEGARI
THE PERSON IN CHARGE
CLAUDIO LUCICH

*** END OF CERTIFICATE ***

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