

United States Corp
3371 La Porte St
Room 2125
Chicago Ill 60602

STATE OF INDIANA

OFFICE OF THE SECRETARY OF STATE

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904237

To Whom These Presents Come, Greeting:

WHEREAS, there has been presented to me at this office, Articles of Amendment for

CF ACQUISITION CORP.

and said Articles of Amendment have been prepared and signed in accordance with the provisions of the Indiana Business Corporation Law;

WHEREAS, upon due examination, I find that it satisfies the requirements of I.C. 23-1-18-1; THE NAME OF THE CORPORATION IS AMENDED AS FOLLOWS:

PREMIERE CANDY COMPANY

EVAN BAYH

NOW, THEREFORE, I, ~~EDWIN J. SIMCOX~~, Secretary of State of Indiana, hereby certify that I have this day filed said Articles in this office.

Effective date the provisions will apply is February 12, 1987

RICHARD J. BLASTICK
RECORDER, LAKE COUNTY
CROWN POINT, INDIANA 46907
FILED FOR RECORD
FEB 27 3 54 PM '87

In Witness Whereof, I have hereunto set my hand and affixed the seal of the State of Indiana, at the City of Indianapolis,

this.....12th.....day of

February....., 19.....87

Evan Bayh
EVAN BAYH

Secretary of State,

By *Stan A. Davis*

Deputy



NOTE: This form may now also be used for amending pursuant to the Medical Professional Corporation Act, the Dental Professional Corporation Act, and the Professional Corporation Act of 1965, as well as the General Corporation Act. If the corporation was formed pursuant to the authority of one of these statutes other than the General Corporation Act, so indicate in the preamble below by striking the references to the three inappropriate statutes. Professional Accounting Corporations are considered to be formed pursuant to the authority of the *Indiana General Corporation Act*, but subject to the provisions of IC 23-1-13.5, and appropriate statutory reference should be made in the preamble or Article I below.

State Form 38333
Corporate Form No. 102 (Oct. 1979) — Page One
ARTICLES OF AMENDMENT (Amending Individual Articles Only)

Prescribed by Edwin J. Simcox, Secretary of State of Indiana

Use Size 8 1/2 x 11 White Paper for Inserts

Filing Requirements—Present 2 originally signed and fully executed copies to Secretary of State, Room 155, State House, Indianapolis 46204

Recording Requirements—Recording of Articles of Amendment in the Office of the County Recorder is generally no longer required by the Indiana General Corporation Act. However, if the name of the corporation is changed by this amendment, a certified copy of the Certificate of Amendment must be filed with the Recorder of every county in which the corporation owns real estate.

ARTICLES OF AMENDMENT
OF THE
ARTICLES OF INCORPORATION
OF

CF ACQUISITION CORP.

FILED
IND. SECRETARY OF STATE
RECEIVED
CORPORATION DIV.
87 FEB 12 P 1: 57
SECRETARY OF STATE

The undersigned officers of CF ACQUISITION CORP.
(hereinafter referred to as the "Corporation") existing pursuant to the provisions of the Indiana General Corporation Act (Medical Professional Corporation Act/Dental Professional Corporation Act/Professional Corporation Act of 1965), as amended (hereinafter referred to as the "Act"), desiring to give notice of corporate action effectuating amendment of certain provisions of its Articles of Incorporation, certify the following facts:

ARTICLE I
Text of the Amendment

The exact text of Article(s) I
of the Articles of Incorporation of the Corporation, as amended (hereinafter referred to as the "Amendments"), now is as follows:

The name of the Corporation is Premiere Candy Company.

ARTICLE II Manner of Adoption and Vote

Section 1. Action by Directors (select appropriate paragraph).

(a) The Board of Directors of the Corporation, at a meeting thereof, duly called, constituted and held on _____, 19____, at which a quorum of such Board of Directors was present, duly adopted a resolution proposing to the Shareholders of the Corporation entitled to vote in respect of the Amendments, that the provisions and terms of Article(s) _____ of its Articles of Incorporation be amended so as to read as set forth in the Amendments; and called a meeting of such shareholders, to be held _____, 19____, to adopt or reject the Amendments, unless the same were so approved prior to such date by unanimous written consent.

(b) By written consent executed on February 11, 1987, signed by all of the members of the Board of Directors of the Corporation, a resolution was adopted proposing to the Shareholders of the Corporation entitled to vote in respect of the Amendments, that the provisions and terms of Articles of its Articles of Incorporation be amended so as to read as set forth in the Amendments, and a meeting of such shareholders was called to be held February 27, 1987, to adopt or reject the Amendments, unless the same were so approved prior to such date by unanimous written consent.

Section 2. Action by Shareholders (select appropriate paragraph).

(a) The Shareholders of the Corporation entitled to vote in respect of the Amendments, at a meeting thereof, duly called, constituted and held on _____, 19____, at which a quorum of such shareholders was present, adopted the Amendments.

The holders of the following classes of shares were entitled to vote as a class in respect of the Amendments:

- (1)
- (2)
- (3)

The number of shares entitled to vote in respect of the Amendments, the number of shares voted in favor of the adoption of the Amendments, and the number of shares voted against such adoption are as follows:

	<u>Total</u>	<u>Shares Entitled to Vote as a Class</u> (as listed immediately above.)		
		(1)	(2)	(3)
Shares entitled to vote:	_____	_____	_____	_____
Shares voted in favor:	_____	_____	_____	_____
Shares voted against:	_____	_____	_____	_____

(b) By written consent executed on February 12, 1987, signed by the holders of 450 shares of the Corporation, being all of the shares of the Corporation entitled to vote in respect of the Amendments, the Shareholders adopted the Amendments.

Section 3. Compliance with Legal Requirements.

The manner of the adoption of the Amendments, and the vote by which they were adopted, constitute full legal compliance with the provisions of the Act, the Articles of Incorporation, and the By-Laws of the Corporation.

ARTICLE III
Statement of Changes Made With Respect to Any Increase
In The Number of Shares Heretofore Authorized

Aggregate Number of Shares
Previously Authorized 500

Increase (indicate "0" or "N/A" if no increase) N/A

Aggregate Number of Shares
To Be Authorized After Effect of This Amendment 500

I hereby verify subject to penalties of perjury that the facts contained herein are true.



Paul D. DeMars
First Vice President,
Signature and Title

(Any Officer)

This instrument was prepared by Brian C. Shea, Schiff Hardin & Waite,
(Name)
7200 Sears Tower, Chicago IL 60606
(Number and Street or Building) (City) (State) (Zip Code)