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AFFIDAVIT
TO CORRECT CERTAIN ERRORS
IN THE ARTICLES OF MERGER
FILED IN THE OFFICE OF THE SECRETARY OF STATE
OF RHODE ISLAND ON DECEMBER 14, 2000

RECEIVED
 SECRETARY OF STATE
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I, the undersigned, being the President of TriMark United East, Inc., being duly sworn, depose and say as follows:

1. Articles of Merger of TriMark United East, Inc., a Rhode Island corporation ("TriMark"), and Foodserv Ltd., a Massachusetts corporation ("Foodserv"), were filed with the Secretary of State of Rhode Island on December 14, 2000 (the "Articles of Merger").

2. The following error is to be corrected within the Articles of Merger as well as within the Agreement and Plan of Merger attached to said Articles of Merger: For each of TriMark and Foodserv, the number of shares entitled to vote as a class and the number of votes for the Plan of Merger, were incorrectly stated.

3. Section II (a) of the **Articles of Merger** should be corrected in its entirety to read as follows:

- a. If one or more of the merging or consolidating entities is a business corporation (except one whose shareholders are not required to approve the agreement under Section 7-1.1-67, or does not require shareholder approval pursuant to the laws of the state under which the corporation is organized, in which event that fact shall be set forth), state below as to each business corporation, the total number of shares outstanding entitled to vote on the Plan of Merger or Consolidation, respectively, and, if the shares of any class are entitled to vote on the plan as a class, state below the designation and number of outstanding shares of each class:

<u>Name of Business Corporation</u>	<u>Total Number of Shares Outstanding</u>	<u>Entitled to Vote as a Class</u>	
		<u>Designation of Class</u>	<u>Number of Shares</u>
Foodserv Ltd.	3,844.50	Voting Common	3,844.50
TriMark United East, Inc.	4,000.00	Voting Common	4,000.00

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4. Section II (b) of the **Articles of Merger** should be corrected in its entirety to read as follows:

- b. If one or more of the merging or consolidating entities is a business corporation (except one whose shareholders are not required to approve the agreement under Section 7-1.1-67, or does not require shareholder approval pursuant to the laws of the state under which the corporation is organized, in which event that fact shall be set forth), state below as to each business corporation, the total number of shares voted for and against such plan, respectively, and as to each class entitled to vote thereon as a class, state the number of shares of each class voted for and against the plan, respectively.

<u>Entitled to Vote as a Class</u>					
<u>Name of Business Corporation</u>	<u>Total Voted For</u>	<u>Total Voted Against</u>	<u>Class</u>	<u>Voted For</u>	<u>Voted Against</u>
Foodserv Ltd.	3,844.50	0	Voting Common	3,844.50	0
TriMark United East, Inc.	4,000.00	0	Voting Common	4,000.00	0

5. Paragraph A of the **Agreement and Plan of Merger** should be amended in its entirety to read as follows:

A. Foodserv is a corporation duly organized, validly existing and in good standing under the laws of the Commonwealth of Massachusetts. The authorized capital stock of Foodserv consists of 15,000 shares of Common Stock with no par value, of which 7,500 shares are designated as Voting Common Stock and 7,500 shares are designated as Non-voting Common Stock (collectively, the "Foodserv Common Stock"), and 3,844.50 shares of Foodserv Common Stock are issued and outstanding, of which 3,844.50 shares are designated as Voting Common Stock.

6. Paragraph B of the **Agreement and Plan of Merger** should be amended in its entirety to read as follows:

B. United is a corporation duly organized, validly existing and in good standing under the laws of the State of Rhode Island. The authorized capital stock of United consists of 8,000 shares of Common Stock with no par value, of which 4,000 shares are designated as Voting Common Stock and 4,000 shares are designated a Non-Voting Common Stock (collectively, the "United Common Stock"), and 4,000 shares of United Common Stock are issued and outstanding, of which 4,000 shares are designated as Voting Common Stock.

IN WITNESS WHEREOF, I have duly executed and delivered this Affidavit on January 29th, 2001.

TRIMARK UNITED EAST, INC.

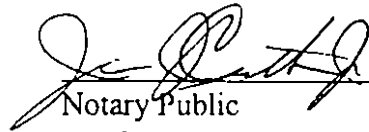
By: 

Name: Jerald Hyman

Title: President

STATE OF Rhode Island
COUNTY OF Providence

In CUMMISLAND RI, on this 29 day of JANUARY, 2001 before me personally appeared JERALD HYMAN who, being duly sworn, declared that he/she is the PRESIDENT of the above-named entity and that he/she signed the foregoing document as such authorized agent, and that the statements herein contained are true.


Notary Public
My Commission

Expires: 6/27/2001