

Filing Fee: \$50.00

ID Number: 21813



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

Office of the Secretary of State
Corporations Division
100 North Main Street
Providence, Rhode Island 02903-1335

BUSINESS CORPORATION

APPLICATION FOR CERTIFICATE OF WITHDRAWAL
(To Be Filed In Duplicate Original)

Pursuant to the provisions of Section 7-1.1-112 of the General Laws, 1956, as amended, the undersigned corporation hereby applies for a Certificate of Withdrawal from the state of Rhode Island, and for that purpose submits the following statement.

1. The name of the corporation is Good Humor Corporation
2. It is incorporated under the laws of Delaware
3. It is not transacting business in the state of Rhode Island.
4. It hereby surrenders its authority to transact business in the state of Rhode Island.
5. It revokes the authority of its registered agent in Rhode Island to accept service of process, and consents that service of process in any action, suit or proceeding based upon any cause of action arising in Rhode Island during the time the corporation was authorized to transact business in Rhode Island may thereafter be made on the corporation by service thereof on the Secretary of State of the State of Rhode Island.
6. The post office address to which the Secretary of State may mail a copy of any process against the corporation that may be served on him or her is:

co/ Unilever United States, Inc., 700 Sylvan Avenue, Englewood Cliffs, NJ 07632

7. The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, as of the date of this application is:

<u>Number of Shares</u>	<u>Class</u>	<u>Series</u>	<u>Par Value or Statement that Shares are without Par Value</u>
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Good Humor Corporation was merged with and into Conopco, Inc. on June 30, 1995

SECRETARY OF STATE
CORPORATIONS DIVISION
100 NORTH MAIN STREET
PROVIDENCE, RHODE ISLAND 02903-1335

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By [Signature]
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8. The aggregate number of its issued shares, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, as of the date of this application is:

<u>Number of Shares</u>	<u>Class</u>	<u>Series</u>	<u>Par Value or Statement that Shares are without Par Value</u>
<u>None - merged out of existence</u>			

9. The amount of its stated capital as of the date of this application is \$ 0

10. As required by Section 7-1.1-112 of the General Laws, the corporation has paid all fees and franchise taxes.

Conopco, Inc., a New York corporation, as successor in interest to Good Humor Corporation

Date: March 1, 2004

Print Exact Name of Corporation Making Application

By David Schwartz

President or Vice President (check one)

David A. Schwartz **AND**

By David J. Strickland III

Secretary or Assistant Secretary (check one)

David J. Strickland, III

STATE OF New York
COUNTY OF New York

In New York City, NY, on this 1st day of March, 2004 personally appeared before me David A. Schwartz and David J. Strickland, being by me first duly sworn, declared that he/she is the Vice President and Assistant Sec of the corporation and that he/she signed the foregoing document as such officer of the corporation, and that the statements herein contained are true.

Janet C. Burke
Notary Public
My Commission Expires: 3.27.07

JANET C. BURKE
Notary Public, State of New York
No. 31-4948822
Qualified in New York County
Commission Expires March 27, 2007



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

Department of Administration
DIVISION OF TAXATION
One Capitol Hill
Providence, RI 02908-5800

July 29, 2004

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STATE
TAX
DIVISION
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TO WHOM IT MAY CONCERN:

Re: GOOD HUMOR CORPORATION

It appears from our records that the above named corporation has filed all the required Business Corporation Tax Returns due to be filed and paid all taxes indicated thereon and is in good standing with this Division as of this date regarding any liability under the Rhode Island Business Corporation Tax Law.

This letter is issued pursuant to the request of the above named corporation for the purpose of

WITHDRAWAL

Very truly yours,

R. Gary Clark
Tax Administrator

Edward J. Flanagan, Jr.
Chief Revenue Agent
Corporations