

STATEMENT OF CHANGE OF REGISTERED OFFICE
OR REGISTERED AGENT, OR BOTH
OF

Ben. & Jerry's. Homemade, Inc.

To the Secretary of State
of the State of Rhode Island

Pursuant to the provisions of Section 7-1.1-107 of the General Laws, 1956, as
(Insert "7-1.1-12" if a domestic corporation, or "7-1.1-107" if a foreign corporation)
amended, the undersigned corporation organized under the laws of the State of Vermont

, submits the following statement for the purpose of changing its
registered office or its registered agent, or both, in the State of Rhode Island:

FIRST: The name of the corporation is Ben. & Jerry's. Homemade, Inc.

SECOND: The address of its present registered office is 155 S. Main St.
Providence, RI 02903

THIRD: The address to which its registered office is to be changed is
170 Westminster Street - Suite 900, Providence, RI 02903

FOURTH: The name of its present registered agent is Corporation Service Co.

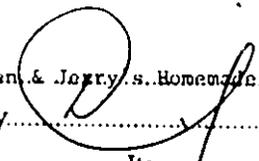
FIFTH: The name of its successor registered agent is Corporation Service Co.

SIXTH: The address of its registered office and the address of the business office of
its registered agent, as changed, will be identical.

SEVENTH: Such change was authorized by resolution duly adopted by its board of
directors.

Dated February 8, 1996

PAID
March 18
FEB 29 1996
KID 157954
SECY OF STATE

Ben. & Jerry's. Homemade, Inc.
By  Its President

STATE OF Vermont

} Sc.

COUNTY OF Washington

At Waterbury, Vermont in said county on this 8th day
of February, 1996, personally appeared before me

Robert Holland, Jr., who, being by me first duly sworn, declared that he
is the President

Of Ben. & Jerry's. Homemade, Inc.

that he signed the foregoing document as President of the
corporation, and that the statements therein contained are true.

(NOTARIAL SEAL)


Notary Public