

State of Delaware
Office of the Secretary of State

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED ARE TRUE AND CORRECT COPIES OF ALL DOCUMENTS ON FILE OF "SUIZA GTL, LLC" AS RECEIVED AND FILED IN THIS OFFICE.

THE FOLLOWING DOCUMENTS HAVE BEEN CERTIFIED:

CERTIFICATE OF FORMATION, FILED THE SECOND DAY OF DECEMBER, A.D. 1998, AT 9 O'CLOCK A.M.

CERTIFICATE OF MERGER, FILED THE SEVENTEENTH DAY OF DECEMBER, A.D. 1998, AT 9 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID CERTIFICATES ARE THE ONLY CERTIFICATES ON RECORD OF THE AFORESAID LIMITED LIABILITY COMPANY.

00 SEP 21 AM 11:58

Return

BRAMS, YOUNG & LEVINSON
470 TOTTEN POOL ROAD
WALTHAM, MA 02451



Edward J. Freel

Edward J. Freel, Secretary of State

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AUTHENTICATION: 0675891

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DATE: 09-14-00

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 09:00 AM 12/02/1998
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CERTIFICATE OF FORMATION
OF
SUIZA GTL, LLC

The undersigned, an authorized natural person, for the purpose of forming a limited liability company, under the provisions and subject to the requirements of the State of Delaware (particularly Chapter 18, Title 6 of the Delaware Code and the acts amendatory thereof and supplemental thereto, and known, identified, and referred to as the "Delaware Limited Liability Company Act"), hereby certifies that:

FIRST: The name of the limited liability company (hereinafter called the "Limited Liability Company") is Suiza GTL, LLC.

SECOND: The address of the registered office and the name and the address of the registered agent of the Limited Liability Company required to be maintained by Section 18-104 of the Delaware Limited Liability Company Act are Corporation Service Company, 1013 Centre Road, Wilmington, New Castle County, Delaware 19805-1297.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Formation this 2nd day of December, 1998.


Kevin R. Shook
Organizer

**CERTIFICATE OF MERGER
OF
GARELICK FARMS, INC., SCANGAS BROS. HOLDINGS, INC.,
WEST LYNN CREAMERY, INC.,
WEST LYNN CREAMERY REALTY CORP., AND
MISCOE SPRINGS, INC.
INTO
SUIZA GTL, LLC**

Suiza GTL, LLC, a limited liability company organized under the Delaware Limited Liability company Act (the "Act"), for the purpose of merging with other entities pursuant to Section 18-209 of the act, hereby certifies that:

1. The name and jurisdiction of formation or organization of each of the domestic limited liability companies or other business entities that are constituent entities are:

<u>Name</u>	<u>Jurisdiction</u>
Garelick Farms, Inc.	Massachusetts
Scangas Bros. Holdings, Inc.	Massachusetts
West Lynn Creamery, Inc.	Massachusetts
West Lynn Creamery Realty Corp.	Massachusetts
Miscoe Springs, Inc.	Massachusetts
Suiza GTL, LLC	Delaware

2. An agreement of merger has been approved and executed by each domestic limited liability company or other business entity which is a constituent entity.

3. The name of the surviving domestic limited liability company is Suiza GTL, LLC.

4. The merger shall become effective on upon filing.

5. The agreement of merger is on file at the following place of business of the surviving domestic limited liability company: Suiza GTL, LLC, 2515 McKinney Avenue, Suite 1200, Dallas, Texas 75201.

6. A copy of the agreement of merger will be furnished by Suiza GTL, LLC on request and without cost, to any member of any domestic limited liability company or any person holding an interest in any other business entity which is a constituent entity.

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IN WITNESS WHEREOF, this Certificate of Merger has been duly executed as of the 17th day of December, 1998, and is being filed in accordance with Section 18-209 of the Act by an authorized person of the surviving domestic limited liability company.

SUIZA GTL, LLC



Kevin R. Shook, Authorized Person

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ATTEST: WORC. Anthony J. Vigliotti, Register