

MRO

10-30-00

11-30-2000

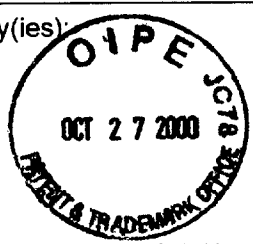
25



1. Name of conveying party(ies):

SA SOREB

Additional name(s) of conveying party(ies) attached? Yes No



2. Name and address of receiving party(ies):

1. Name: EBLY

Internal Address: Rte de Courtalain
La Chapelle du Noyer
28200 Chateaudun, France

2. Name:

Internal Address:

3. Name:

Internal Address:

Additional name(s) & address(es) attached? Yes No

3. Nature of conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other

Execution Date: August 7, 2000

4. Application number(s) or patent number(s):

If this document is being filed together with a new application, the execution date of the new application is:

A. Patent Application No.(s):

B. Patent No.:

Additional numbers attached? Yes

STATEMENT OF FILING BY EXPRESS MAIL (37 CFR § 1.10)
 This correspondence is being deposited with the United States Postal Service on October 27, 2000 in an envelope as "Express Mail Post Office to Addressee" Mailing Label Number EK908123226US addressed to Director of the U.S. Patent and Trademark Office, Washington, D.C. 20231

5. Name and address of party to whom correspondence concerning document should be mailed:

Internal Address and Phone Number:

ABELMAN, FRAYNE & SCHWAB
 Attorneys at Law
 150 East 42nd Street
 New York, New York 10017
 (212) 949-9022

6. Total number of copies of document: _____

7. Total fee: \$ 40.00

Enclosed
 Authorized to be charged to deposit account

8. Deposit account number: _____

(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

9. Statement and signature.
 To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

Jay S. Cinamon
 Name of Person Signing

Jay S. Cinamon
 Signature

October 27, 2000
 Date

Total number of pages including cover sheet, attachments and document: 16

Mail documents to be recorded with required cover sheet information to: Commissioner of Patents & Trademarks, Box Assignments

=====

EXTRAIT DU REGISTRE
DU COMMERCE ET DES SOCIETES

=====

IMMATRICULATION PRINCIPALE AU R.C.S EN DATE DU 09/11/1988

No DE REGISTRE DU COMMERCE

R.C.S : CHARTRES 597 020 734. No de GESTION : 88 B 295.

RAISON SOCIALE OU DENOMINATION

EBLY

SIGLE

NEANT

NOM COMMERCIAL

EBLY

FORME ET CAPITAL

SOCIETE PAR ACTIONS SIMPLIFIEE
AU CAPITAL DE 1 050 000 F (FIXE)

ADRESSE DU SIEGE SOCIAL

RTE DE COURTALAIN - LA CHAPELLE DU NOYER - 28200 CHATEAUDUN

ADMINISTRATION DE LA SOCIETE

----- PRESIDENT

NOM PATRONYMIQUE : GOUDET

PRENOM(S) : OLIVIER

40 ROUTE D'OLIVET - 45100 ORLEANS

NE(E) LE 19/12/1964 A DIJON (21)

NATIONALITE FRANCAISE

----- COMMISSAIRE AUX COMPTES TITULAIRE

BERTHON RIVIERE LATREILLE ET ASSOCIES

10 RUE VANDREZANNE - 75013 PARIS

SOCIETE ANONYME

R.C.S : PARIS

DONT LE REPRESENTANT PERMANENT EST :

NOM PATRONYMIQUE : TROLUX

PRENOM(S) : FRANCOIS

NATIONALITE FRANCAISE

----- CO-COMMISSAIRE AUX COMPTES TITULAIRE

COOPERS & LYBRAND AUDIT

32 RUE GUERSANT - 75833 PARIS 17

R.C.S : PARIS 302 474 572

----- COMMISSAIRE AUX COMPTES SUPPLEANT

NOM PATRONYMIQUE : LATREILLE

PRENOM(S) : ETIENNE

TOUR ONYX - 10 RUE VANDREZANNE - 75013 PARIS

NATIONALITE FRANCAISE

----- CO COMMISSAIRE AUX COMPTES SUPPLEANT

NOM PATRONYMIQUE : NICOLAS

PRENOM(S) : YVES

STATEMENT OF FILING BY
EXPRESS MAIL (37 CFR § 1.10)

This correspondence is being deposited with the United States Postal Service on October 27, 2000 in an envelope as "Express Mail Post Office to Addressee" Mailing Label Number EK908123226US addressed to Director of the U.S. Patent and Trademark Office, Washington, D.C. 20231.

32 RUE GUERSANT - 75833 PARIS CX 17
NATIONALITE FRANCAISE

ORIGINE DU FONDS

TRANSFERT DE ST JEAN FROIDMENTEL , MOULIN DE VERNOUILLET-41-
A LA CHAPELLE DU NOYER -28200- AU 01.10.1988

ACTIVITE EXERCEE

DIRECTEMENT OU INDIRECTEMENT : LA TRANSFORMATION, NOTAMMENT, DANS LE CADRE D'UN PROCESSUS DE PRE-CUISSON, DE TOUTES PRODUCTIONS AGRICOLES, DE CEREALES, OLEAGINEUX, PROTEAGINEUX OU DE TOUS PRODUITS ET SOUS PRODUITS VEGETAUX ; L'INDUSTRIALISATION DE LA TRANSFORMATION DE CES PRODUITS ET LEUR COMMERCIALISATION ; TOUTES ACTIVITES DE RECHERCHE ET D'EXPERIMENTATION LIEES A CES PRODUITS ; L'ACQUISITION, LE DEPOT, LE DEVELOPPEMENT ET L'EXPLOITATION DIRECTE OU INDIRECTE DE TOUS BREVETS OU MARQUES NECESSAIRES OU CONNEXES A L'ACTIVITE INDUSTRIELLE ET COMMERCIALE DE LA SOCIETE.

ENSEIGNE

NEANT

ADRESSE DU PRINCIPAL ETABLISSEMENT

ROUTE DE COURTALAIN - LA CHAPELLE DU NOYER - 28200 CHATEAUDUN

DATE DU COMMENCEMENT DE L'EXPLOITATION

01/10/1988

PREMIER AVIS PUBLIE AU B.O.D.A.C.C

NEANT

PROPRIETAIRE - EXPLOITANT PRECEDENT

NEANT

TITRE ET DATE DU JOURNAL D'ANNONCES LEGALES

NEANT

ELECTION DE DOMICILE POUR LES OPPOSITIONS

NEANT

OBJET SOCIAL

L'OBJET SOCIAL N'A PLUS A ETRE DECLARE DANS LA DEMANDE D'IMMATRICULATION ET EST REMPLACE PAR LES ACTIVITES PRINCIPALES DE L'ENTREPRISE.
DECRET No 87-970 DU 03/12/1987.

DUREE DE LA SOCIETE

99 ANS, DU 31/03/1949 AU 30/03/2048

DATE DE CLOTURE DE L'EXERCICE SOCIAL

31/12

DATE ET No DE DEPOT DE L'ACTE AU GREFFE

LE 31/10/1988. No 1383

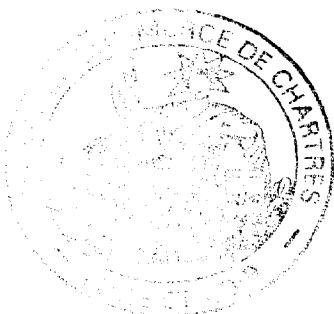
TITRE ET DATE DU JOURNAL D'ANNONCES LEGALES

AGRICULTEUR D EURE ET LOIR, LE 14/10/1988

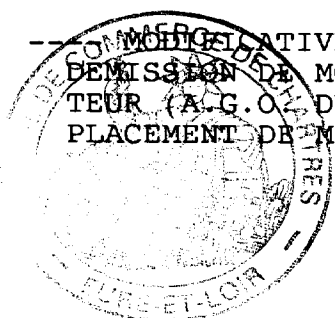
MODE D'EXPLOITATION DU FONDS

EXPLOITATION DIRECTE

ANNEXES



- MODIFICATIVE DU 08/02/1993 No 16-574
DEMISSION D'UN ADMINISTRATEUR : LA COOPERATIVE AGRICOLE DU DUNOIS
AU 04.08.1992 - A LADITE DATE , COOPTATION D'UN NOUVEL ADMINISTRATEUR
LA SOCIETE FINANCIERE DE DEVELOPPEMENT DU DUNOIS (SOFIDUNOIS) REPRE -
SENTEE PAR MONSIEUR GUY CRAPEZ
- MODIFICATIVE DU 20/05/1994 No 16-1747
CONTINUATION DE LA SOCIETE MALGRE LA PERTE DE LA 1/2 DU CAPITAL
(A G E DU 29.04.1994)
- MODIFICATIVE DU 03/06/1994 No 16-1878
CHANGEMENT DE DENOMINATION SOCIALE - ANCIENNE : ETABLISSEMENTS VIRON -
NOUVELLE : "EBLY SA" , AU 20.05.1994 - APRES MODIFICATION L'OBJET SOCIAL
DEVIENT : DIRECTEMENT OU INDIRECTEMENT : L'INDUSTRIE DE LA MEUNERIE, LE
COMMERCE DE GRAINS, FARINE ET DERIVES, LA TRANSFORMATION ET LA
COMMERCIALISATION DE TOUTES PRODUCTIONS AGRICOLES ET NOTAMMENT, LA
RECHERCHE, L'EXPERIMENTATION, L'INDUSTRIALISATION DE LA TRANSFORMATION DE
CEREALES, OLEAGINEUX, PROTEAGINEUX OU DE TOUS PRODUITS ET SOUS PRODUITS
VEGETAUX ET LEUR COMMERCIALISATION. LA CREATION, L'ACQUISITION, LA PRISE EN
LOCATION OU EN GERANCE DE TOUS FONDS DE COMMERCE SE RATTACHANT A L'OBJET
SOCIAL, TOUTES OPERATIONS INDUSTRIELLES, COMMERCIALES OU FINANCIERES,
MOBILIERES OU IMMOBILIERES POUVANT SE RATTACHER DIRECTEMENT OU
INDIRECTEMENT A SON OBJET SOCIAL ET A TOUS OBJETS SIMILAIRES OU CONNEXES,
LA PARTICIPATION DE LA SOCIETE, PAR TOUS MOYENS, A TOUTES ENTREPRISES EN
SOCIETES CREEES OU A CREER, POUVANT SE RATTACHER A SON OBJET SOCIAL,
NOTAMMENT PAR VOIE DE CREATIONS DE SOCIETES NOUVELLES, D'APPORTS,
COMMANDITE, SOUSCRIPTION OU ACHAT DE TITRES, DE DROITS SOCIAUX, FUSION,
ALLIANCE OU SOCIETE EN PARTICIPATION , AU 20.05.1994
- MODIFICATIVE DU 18/06/1996 No 16-2093
CHANGEMENT DE DENOMINATION SOCIALE ANCIENNE " EBLY SA " NOUVELLE :
" SA SOREB " AU 15.05.1996 -
- MODIFICATIVE DU 14/02/1997 No 16-584
APPROBATION DE LA CONVENTION D'APPORT PARTIEL ENTRE LA SOCIETE SOREB
ROUTE DE COURTALAIN LA CHAPELLE DU NOYER 28800 CHATEAUDUN , RCS CHARTRES
B 597 020 734 ET LA SA EBLY , ROUTE DE COURTALAIN , LA CHAPELLE DU NOYER
28800 CHATEAUDUN , RCS CHARTRES B 407 542 257 , AU 05.08.1996 - D'UNE
BRANCHE D'ACTIVITE DE FABRICATION ET DE COMMERCIALISATION DE BLE PRECUIT
DESTINE A L'ALIMENTATION HUMAINE EN FRANCE -
- MODIFICATIVE DU 25/06/1997 No 10-2207
FIN DU MANDAT DE MONSIEUR ETIENNE LATREILLE , COMMISSAIRE AUX COMPTES TITU
LAIRE AU 27.12.1990 - NOMINATION EN SES LIEU ET PLACE DE LA SA BERTHON
LATREILLE ET ASSOCIES (REPRESENTEE PAR MONSIEUR ETIENNE LATREILLE)
MONSIEUR JEAN FRANCOIS BERTHON EST RENOUELE DANS SES FONCTIONS DE COM -
MISSAIRE AUX COMPTES SUPPLEANT (A G O DU 27.10.1990) -
RENOUVELLEMENT DU MANDAT DE COMMISSAIRE AUX COMPTES TITULAIRE DE LA SA
BERTHON RIVIERE LATREILLE ET ASSOCIES QUI SERA REPRESENTEE PAR MONSIEUR
FRANCOIS TROLUX AU 17.12.1996 - NOMINATION DE MONSIEUR ETIENNE LATREIL-
LE EN QUALITE DE COMMISSAIRE AUX COMPTES SUPPLEANT (A G O DU 27.12.1996)
- MODIFICATIVE DU 24/04/1999 No 10-1491
DEMISSION DE MONSIEUR JEAN-PAUL DELATOUCHE, DE SES FONCTIONS D'ADMINISTRA-
TEUR (A.G.O. DU 30.12.1998). NOMINATION A TITRE PROVISOIRE, EN SON REM-
PLACEMENT DE MONSIEUR JACQUES DOUSSET (C.A. DU 30.12.1998).



---- MODIFICATIVE DU 10/02/2000 No 16-771

REALISATION DE LA FUSION ET ABSORPTION DE LA S.A. EBLY RCS CHARTRES B 407.542.257 PAR LA S.A. SOREB RCS CHARTRES B 597.020.734 (A.G.E. DU 30.12.1999). LE CAPITAL EST PORTE DE 380.000 FRANCS A 1.050.000 FRANCS. CHANGEMENT DE DENOMINATION = ANCIENNE : "SA SOREB" - NOUVELLE : EBLY. EXTENSION DE L'OBJET SOCIAL QUI DEVIENT : LA TRANSFORMATION, NOTAMMENT, DANS LE CADRE D'UN PROCESSUS DE PRE-CUISSON, DE TOUTES PRODUCTIONS AGRICOLES, DE CEREALES, OLEAGINEUX OU DE TOUS PRODUITS ET SOUS PRODUITS VEGETAUX ; L'INDUSTRIALISATION DE LA TRANSFORMATION DE CES PRODUITS ET LEUR COMMERCIALISATION ; TOUTES ACTIVITES DE RECHERCHE ET D'EXPERIMENTATION LIEES A CES PRODUITS ; L'ACQUISITION, LE DEPOT, LE DEVELOPPEMENT ET L'EXPLOITATION DIRECTE OU INDIRECTE DE TOUS BREVETS OU MARQUES NECESSAIRES OU CONNEXES A L'ACTIVITE INDUSTRIELLE ET COMMERCIALE DE LA SOCIETE. ET PLUS GENERALEMENT, TOUTES OPERATIONS INDUSTRIELLES, COMMERCIALES OU FINANCIERES, MOBILIERES OU IMMOBILIERES POUVANT SE RATTACHER DIRECTEMENT OU INDIRECTEMENT A SON OBJET SOCIAL ET A TOUS OBJETS SIMILAIRES OU CONNEXES. ELLE PEUT REALISER TOUTES LES OPERATIONS QUI SONT COMPATIBLES AVEC CET OBJET, S'Y RAPPORTENT ET CONTRIBUENT A SA REALISATION. MODIFICATION EXCEPTIONNELLE DE L'EXERCICE SOCIAL EN COURS ; CHANGEMENT DE DATE DE CLOTURE DE L'EXERCICE SOCIAL = AU LIEU DU : 30/06 - LIRE : 31/12. TRANSFORMATION DE LA SOCIETE ANONYME EN SOCIETE PAR ACTIONS SIMPLIFIEE, AU 30.12.1999. IL EST MIS FIN AUX FONCTIONS DES MEMBRES DU CONSEIL D'ADMINISTRATION : MONSIEUR MICHEL MARIE, MONSIEUR ANDRE POMMERET, S.A. SOFIDUNOIS REPRESENTEE PAR MONSIEUR GUY CRAPEZ, MONSIEUR JACQUES DOUSSET. PUIS MONSIEUR MICHEL MARIE EST NOMME PRESIDENT. CONFIRMATION DANS LEURS FONCTIONS DE LA S.A. BERTHON RIVIERE LATREILLE ET ASSOCIES (COMMISSAIRE AUX COMPTES TITULAIRE) ET MONSIEUR ETIENNE LATREILLE (COMMISSAIRE AUX COMPTES SUPPLEANT). DEMISSION DE MONSIEUR MICHEL MARIE DE SES FONCTIONS DE PRESIDENT, NOMINATION EN SON REMPLACEMENT DE MONSIEUR OLIVIER GOUDET. NOMINATION EN QUALITE DE CO-COMMISSAIRE AUX COMPTES TITULAIRE DE LA SOCIETE COOPERS & LYBRAND AUDIT. NOMINATION EN QUALITE DE CO-COMMISSAIRE AUX COMPTES SUPPLEANT DE MONSIEUR YVES NICOLAS (A.G.O. DU 30.12.1999). ADJONCTION D'UN NOM COMMERCIAL : EBLY OUVERTURE D'UN ETABLISSEMENT COMPLEMENTAIRE SIS Z.I. 28200 MARBOUE ENSEIGNE : EBLY, ORIGINE : APPORT-FUSION, AU 30.12.1999. DATE D'EFFET : 30/12/1999

OBSERVATIONS

NEANT

AUTRES ETABLISSEMENTS DANS LE RESSORT

EBLY

Z.I. - 28200 MARBOUE

DATE DE COMMENCEMENT DE L'EXPLOITATION : 30/12/1999

ORIGINE : APPORT-FUSION DE LA SA EBLY RCS CHARTRES B 407.542.257

IMMATRICULATIONS SECONDAIRES

NEANT



FIN DE L'EXTRAIT COMPRENANT 5 PAGES

=====

TOUTE MODIFICATION OU FALSIFICATION DU PRESENT EXTRAIT EXPOSE A DES
POURSUITES PENALES. SEUL LE GREFFIER EST LEGALEMENT HABILITE A DELIVRER
DES EXTRAITS SIGNES EN ORIGINAL. TOUTE REPRODUCTION DU PRESENT EXTRAIT,
MEME CERTIFIEE CONFORME, EST SANS VALEUR

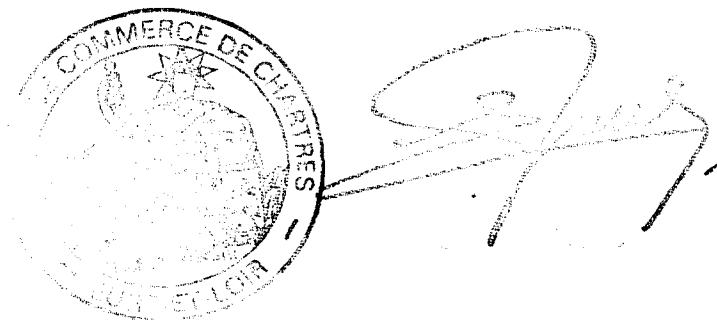
=====

DROIT DE GREFFE (DECRET 86.1098 DU 10 OCTOBRE 1986) :

H.T : 13.20 F. T.V.A : 2.59 F. T.T.C : 15.79 F.

POUR EXTRAIT CERTIFIE CONFORME ET DELIVRE LE 07/08/2000

LE GREFFIER :





CERTIFICATE

I, Malcolm Gesthuysen, BSc., translator to Messrs. Taylor and Meyer of 20 Kingsmead Road, London SW2 3JD, do hereby solemnly and sincerely declare that I am well acquainted with the French and English languages and that the attached document is a true and correct translation into the English language of the accompanying extract from the French Commercial Register.

Signed this 28th day of September 2000

A handwritten signature in cursive script, appearing to read "Malcolm Gesthuysen", written over a horizontal line.



CLERK'S OFFICE
OF THE CHARTRES
COMMERCIAL COURT (28-01)

07/08/2000 - FOLIO No. 1

Version K BIS

=====

**EXTRACT FROM THE COMMERCIAL AND
COMPANIES REGISTER (R.C.S.)**

=====

PRINCIPAL REGISTRATION IN R.C.S. DATED 09/11/1988

No. IN COMMERCIAL REGISTER

R.C.S.: CHARTRES 597 020 734. ADMINISTRATION No.: 88 B 295.

CORPORATE NAME OR DENOMINATION

EBLY

ACRONYM

NONE

TRADING NAME

EBLY

FORM AND CAPITAL

SIMPLIFIED JOINT-STOCK COMPANY
WITH A CAPITAL OF 1,050,000 F (FIXED)

ADDRESS OF REGISTERED OFFICE

RTE DE COURTALAIN - LA CHAPELLE DU NOYER - 28200
CHATEAUDUN

ADMINISTRATION OF THE COMPANY

---- CHAIRMAN

SURNAME : GOUDET
FORENAME(S) : OLIVIER
40 ROUTE D'OLIVET - 45100 ORLEANS
BORN ON 19/12/1964 AT DIJON (21)
FRENCH NATIONALITY

---- INCUMBENT AUDITOR

BERTHON RIVIERE LATREILLE ET ASSOCIES
10 RUE VANDREZANNE - 75013 PARIS
LIMITED COMPANY

R.C.S.: PARIS

WHOSE PERMANENT REPRESENTATIVE IS:

SURNAME : TROLUX
FORENAME(S) : FRANCOIS
FRENCH NATIONALITY

----- INCUMBENT JOINT AUDITOR
COOPERS & LYBRAND AUDIT
32 RUE GUERSANT - 75833 PARIS 17
R.C.S.: PARIS 302 474 572

----- DEPUTY AUDITOR
SURNAME : LATREILLE
FORENAME(S) : ETIENNE
TOUR ONYX - 10 RUE VANDREZANNE - 75013 PARIS
FRENCH NATIONALITY

----- DEPUTY JOINT AUDITOR
SURNAME : NICOLAS
FORENAME(S) : YVES

R.C.S.: CHARTRES 597 020 734. ADMINISTRATION No. 88 B 295.

32 RUE GUERSANT - 75833 PARIS CX 17FRENCH NATIONALITY
-----**ORIGIN OF FUNDS**TRANSFER FROM ST JEAN FROIDMENTEL, MOULIN DE VERNOUILLET-
41-TO LA CHAPELLE DU NOYER -28200- ON 01.10.1988
-----**ACTIVITY PURSUED**DIRECTLY OR INDIRECTLY: THE CONVERSION, IN PARTICULAR
WITHIN THE SCOPE OF A PRE-COOKING PROCESS, OF ALL
AGRICULTURAL PRODUCE, OF CEREALS, OIL PLANTS, PROTEIN
PLANTS OR OF ALL VEGETABLE PRODUCTS AND BY-PRODUCTS;
INDUSTRIALISATION OF THE CONVERSION OF THESE PRODUCTS AND
THE MARKETING THEREOF; ALL RESEARCH AND EXPERIMENTATION
ACTIVITIES LINKED TO THESE PRODUCTS; THE ACQUISITION,
FILING, DEVELOPMENT AND DIRECT OR INDIRECT EXPLOITATION
OF ALL PATENTS OR MARKS THAT ARE NECESSARY OR RELATED TO
THE INDUSTRIAL AND COMMERCIAL ACTIVITY OF THE COMPANY.
-----**SIGN**NONE
-----**ADDRESS OF PRINCIPAL ESTABLISHMENT**ROUTE DE COURTALAIN - LA CHAPELLE DU NOYER - 28200
CHATEAUDUN
-----**DATE OF COMMENCEMENT OF OPERATIONS**01/10/1988
-----**FIRST NOTICE PUBLISHED IN B.O.D.A.C.C.**NONE
-----**PREVIOUS PROPRIETOR - OPERATOR**NONE
-----**TITLE AND DATE OF JOURNAL OF LEGAL ANNOUNCEMENTS**

NONE

CHOICE OF DOMICILE FOR OPPOSITIONS

NONE

CORPORATE OBJECT

THE CORPORATE OBJECT NO LONGER HAS TO BE DECLARED IN THE
REGISTRATION APPLICATION AND IS REPLACED BY THE PRINCIPAL
ACTIVITIES OF THE ENTERPRISE.

EDICT (*DECRET*) No. 86-970 DATED 02/12/1987.

DURATION OF THE COMPANY

99 YEARS, FROM 31/03/1949 TO 30/03/2048

CLOSING-DATE OF THE TRADING YEAR

31/12

DATE AND FILING No. OF DEED AT CLERK'S OFFICE

31/10/1988. No. 1383

TITLE AND DATE OF JOURNAL OF LEGAL ANNOUNCEMENTS

AGRICULTEUR D EURE ET LOIR, 14/10/1988

MODE OF EXPLOITATION OF FUNDS

DIRECT EXPLOITATION

ANNEXES

---- AMENDMENT DATED 08/02/1993 No. 16-574

RESIGNATION OF A DIRECTOR: THE COOPERATIVE AGRICOLE DU DUNOIS ON 04.08.1992 - ON SAID DATE, CO-OPTION OF A NEW DIRECTOR THE SOCIETE FINANCIERE DE DEVELOPPEMENT DU DUNOIS (SOFIDUNOIS) REPRESENTED BY MONSIEUR GUY CRAPEZ

---- AMENDMENT DATED 20/05/1994 No. 16-1747

CONTINUATION OF THE COMPANY DESPITE THE LOSS OF 1/2 OF THE CAPITAL (EGM DATED 29.04.1994)

---- AMENDMENT DATED 03/06/1994 No. 16-1878

CHANGE OF CORPORATE DENOMINATION - OLD: ETABLISSEMENTS VIRON - NEW: "EBLY SA", ON 20.05.1994 - AFTER AMENDMENT THE CORPORATE OBJECT BECOMES: DIRECTLY OR INDIRECTLY: THE MILLING INDUSTRY, THE GRAIN TRADE, FLOUR AND DERIVATIVES, THE CONVERSION AND MARKETING OF ALL AGRICULTURAL PRODUCE AND IN PARTICULAR RESEARCH, EXPERIMENTATION, INDUSTRIALISATION PERTAINING TO THE CONVERSION OF CEREALS, OIL PLANTS, PROTEIN PLANTS OR OF ALL VEGETABLE PRODUCTS AND BY-PRODUCTS AND THE MARKETING THEREOF. THE CREATION, ACQUISITION, LEASING OR MANAGEMENT OF ALL COMMERCIAL FUNDS RELATING TO THE CORPORATE OBJECT, ALL INDUSTRIAL, COMMERCIAL OR FINANCIAL OPERATIONS, MOVABLE OR IMMOVABLE, CAPABLE OF RELATING DIRECTLY OR INDIRECTLY TO ITS CORPORATE OBJECT AND TO ALL SIMILAR OR RELATED OBJECTS, THE PARTICIPATION OF THE COMPANY, BY ANY MEANS, IN ALL ENTERPRISES WITHIN COMPANIES CREATED OR TO BE CREATED CAPABLE OF RELATING TO ITS CORPORATE OBJECT, IN PARTICULAR BY CREATIONS OF NEW COMPANIES, OF PROPERTY, PARTNERSHIP, SUBSCRIPTION OR PURCHASE OF STOCKS, OF CORPORATE RIGHTS, MERGER, ALLIANCE OR JOINT VENTURE, ON 20.05.1994

----- AMENDMENT DATED 18/06/1996 No. 16-2093

CHANGE OF CORPORATE DENOMINATION OLD "EBLY SA" NEW: "SA
SOREB" ON 15.05.1996 -

----- AMENDMENT DATED 14/02/1997 No. 16-584

APPROVAL OF THE PARTIAL-CONTRIBUTION AGREEMENT BETWEEN
THE COMPANY SOREB ROUTE DE COURTALAIN LA CHAPELLE DU
NOYER 28800 CHATEAUDUN, RCS CHARTRES B 597 020 734 AND
THE LIMITED COMPANY EBLY, ROUTE DE COURTALAIN, LA
CHAPELLE DU NOYER 28800 CHATEAUDUN, RCS CHARTRES B 407
542 257, ON 05.08.1996 - OF A BRANCH OF ACTIVITY
ENTAILING MAKING AND MARKETING PRECOOKED WHEAT INTENDED
FOR HUMAN NUTRITION IN FRANCE -

----- AMENDMENT DATED 25/06/1997 No. 10-2207

END OF THE MANDATE OF MONSIEUR ETIENNE LATREILLE,
INCUMBENT AUDITOR ON 27.12.1990 - APPOINTMENT IN HIS
PLACE OF THE LIMITED COMPANY BERTHON LATREILLE ET
ASSOCIES (REPRESENTED BY MONSIEUR ETIENNE LATREILLE)
MONSIEUR JEAN FRANCOIS BERTHON IS RE-ELECTED IN HIS
DUTIES AS DEPUTY AUDITOR (OGM DATED 27.10.1990) -
RENEWAL OF THE MANDATE OF INCUMBENT AUDITOR OF THE
LIMITED COMPANY BERTHON RIVIERE LATREILLE ET ASSOCIES
WHICH WILL BE REPRESENTED BY MONSIEUR FRANCOIS TROLUX ON
17.12.1996 - APPOINTMENT OF MONSIEUR ETIENNE LATREILLE IN
THE CAPACITY OF DEPUTY AUDITOR (OGM DATED 27.12.1996)

----- AMENDMENT DATED 24/04/1999 No. 10-1491

RESIGNATION OF MONSIEUR JEAN-PAUL DELATOUCHE FROM HIS
DUTIES AS DIRECTOR (O.G.M. DATED 30.12.1998).
APPOINTMENT PROVISIONALLY OF MONSIEUR JACQUES DOUSSET AS
HIS REPLACEMENT (C.A. DATED 30.12.1998).

----- AMENDMENT DATED 10/02/2000 No. 16-771

REALISATION OF THE MERGER AND TAKE-OVER OF THE LIMITED COMPANY EBLY RCS CHARTRES B 407.542.257 BY THE LIMITED COMPANY SOREB RCS CHARTRES B 597.020.734 (E.G.M. DATED 30.12.1999). THE CAPITAL IS INCREASED FROM 380,000 FRANCS TO 1,050,000 FRANCS. CHANGE OF DENOMINATION = OLD: "SA SOREB" - NEW: EBLY. EXTENSION OF THE CORPORATE OBJECT WHICH BECOMES: THE CONVERSION, IN PARTICULAR WITHIN THE SCOPE OF A PRE-COOKING PROCESS, OF ALL AGRICULTURAL PRODUCE, OF CEREALS, OIL PLANTS OR OF ALL VEGETABLE PRODUCTS AND BY-PRODUCTS; INDUSTRIALISATION OF THE CONVERSION OF THESE PRODUCTS AND THE MARKETING THEREOF; ALL RESEARCH AND EXPERIMENTATION ACTIVITIES LINKED TO THESE PRODUCTS; THE ACQUISITION, FILING, DEVELOPMENT AND DIRECT OR INDIRECT EXPLOITATION OF ALL PATENTS OR MARKS THAT ARE NECESSARY OR RELATED TO THE INDUSTRIAL AND COMMERCIAL ACTIVITY OF THE COMPANY. AND MORE GENERALLY, ALL INDUSTRIAL, COMMERCIAL OR FINANCIAL OPERATIONS, MOVABLE OR IMMOVABLE, CAPABLE OF RELATING DIRECTLY OR INDIRECTLY TO ITS CORPORATE OBJECT AND TO ALL SIMILAR OR RELATED OBJECTS. IT MAY REALISE ALL THE OPERATIONS THAT ARE COMPATIBLE WITH THIS OBJECT, THAT RELATE TO IT AND CONTRIBUTE TO ITS REALISATION. EXCEPTIONAL AMENDMENT OF THE CURRENT TRADING YEAR; CHANGE OF CLOSING-DATE OF THE TRADING YEAR - INSTEAD OF: 30/06 - READ: 31/12. CONVERSION OF THE LIMITED COMPANY INTO A SIMPLIFIED JOINT-STOCK COMPANY ON 30.12.1999. THE DUTIES OF THE FOLLOWING MEMBERS OF THE BOARD OF DIRECTORS ARE TERMINATED: MONSIEUR MICHEL MARIE, MONSIEUR ANDRE POMMERET, LIMITED COMPANY SOFIDUNOIS REPRESENTED BY MONSIEUR GUY CRAPEZ, MONSIEUR JACQUES DOUSSET. MONSIEUR MICHEL MARIE IS THEN APPOINTED CHAIRMAN. CONFIRMATION IN THEIR DUTIES OF THE LIMITED COMPANY BERTHON RIVIERE

LATREILLE ET ASSOCIES (INCUMBENT AUDITOR) AND MONSIEUR
ETIENNE LATREILLE (DEPUTY AUDITOR). RESIGNATION OF
MONSIEUR MICHEL MARIE FROM HIS DUTIES AS CHAIRMAN,
APPOINTMENT OF MONSIEUR OLIVIER GOUDET AS HIS
REPLACEMENT. APPOINTMENT OF THE COMPANY COOPER & LYBRAND
AUDIT IN THE CAPACITY OF INCUMBENT JOINT AUDITOR.
APPOINTMENT OF MONSIEUR YVES NICOLAS IN THE CAPACITY OF
DEPUTY JOINT AUDITOR (O.G.M. DATED 30.12.1999). ADDITION
OF A TRADING NAME: EBLY
OPENING OF A COMPLEMENTARY ESTABLISHMENT SIS Z.I. 28200
MARBOUE
SIGN: EBLY, ORIGIN: MERGER CONTRIBUTION ON 30.12.1999.
DATE OF EFFECT: 30/12/1999

REMARKS

NONE

OTHER ESTABLISHMENTS WITHIN THE JURISDICTION

EBLY

Z.I. - 28200 MARBOUE

DATE OF COMMENCEMENT OF OPERATIONS: 30/12/1999

ORIGIN: MERGER CONTRIBUTION OF THE LIMITED COMPANY EBLY

RCS CHARTRES B 407.542.257

SECONDARY REGISTRATIONS

NONE

=====

END OF THE EXTRACT COMPRISING 5 PAGES

=====

ANY AMENDMENT OR FALSIFICATION OF THE PRESENT EXTRACT
RUNS THE RISK OF CRIMINAL PROSECUTION. ONLY THE CLERK OF
THE COURT IS LEGALLY ENTITLED TO ISSUE SIGNED ORIGINAL
EXTRACTS. ANY REPRODUCTION OF THE PRESENT EXTRACT, EVEN
A NOTARIZED COPY, IS WORTHLESS

=====

CLERK'S OFFICE LAW (EDICT 86.1098 DATED 10 OCTOBER 1986):
BEFORE TAX: 13.20 F. VAT: 2.59 F. INCLUSIVE OF TAX: 15.79 F.

CERTIFIED AS AN EXTRACT AND ISSUED ON 07/8/2000
THE CLERK: