SATISFACTION OF ASSIGNMENT AND POWER OF ATTORNEY

Known All men by these presents:

That International Multifoods, a Delaware Corporation, does hereby certify that a certain Assignment and Power of Attorney bearing date the 29th day of March, 1990, made and executed by Richard D. McDowell and recorded in the Office of the Recorder of the County of Delaware, Iowa, on the 18th day of May, 1990, in Book 49, T.L.D., on Page 291, has been redeemed, fully paid, satisfied and discharged; and the said Recorder is hereby authorized to satisfy the same of record.

Signed and executed this 15th day of September, 1993.

SEAL

International Multifoods Corporation

By Timothy J. Keenan
Its Assistant Secretary

TIMOTHY J. KEENAN

STATE OF MINNESOTA, HENNEPIN **COUNTY, ss:**

On this 15th **day of** September, **1993, before me,** Beverly Smith, **a Notary Public in and for** Hennepin **County,** Minnesota, **appeared (person)** Timothy J. Keenan **to me personally known, who being by me duly sworn, did say that (name)** Timothy J. Keenan **is the (title)** Assistant Secretary **of the International Multifoods Corporation, a Delaware Corporation located at** Minneapolis, Minnesota, **and that the seal affixed to the said instrument authority of its Board of Directors, and said (name)** Timothy J. Keenan **acknowledged the execution of this instrument to be the voluntary act and deed of the said corporation, by them voluntarily executed.**

WITNESS my hand and notarial seal, the day and year last above written.

BEVERLY M. SMITH
NOTARY PUBLIC – MINNESOTA
HENNEPIN COUNTY
My commission expires 5-21-96

Beverly M. Smith
Notary Public in and for Hennepin **County,** Minnesota.

FILE No. 318-883
RECORDING FEE $ 6.00
TRANSFER FEE $

FILED FOR RECORD THE 20 DAY OF September, 19 93 AT 2:49 O'CLOCK P M. BOOK 53 PAGE 23

STATE OF IOWA, DELAWARE COUNTY
Deborah L. Peyton, Recorder
TLD