

ConAgra's Notice of Removal

EXHIBIT 2

**UNITED STATES DISTRICT COURT
DISTRICT OF MINNESOTA**

MELVIN WALLACE, *et al.*, individually
and on behalf of others similarly situated,

Plaintiffs,

vs.

CONAGRA FOODS, INC.,

Defendant.

Case No. _____

**DECLARATION OF
MATT RUSSELL**

I, Matt Russell, declare pursuant to 28 U.S.C. § 1746 as follows:

1. I am currently a Director of Finance at ConAgra Foods, Inc. My duties include reviewing past and current financial information relating to Hebrew National branded products.

2. Defendant ConAgra Foods, Inc. is a corporation organized under the laws of the State of Delaware with its principal place of business at One ConAgra Drive, Omaha, Nebraska. The Hebrew National branded products are owned by ConAgra Foods Packaged Foods, LLC, which is an indirect wholly owned subsidiary of ConAgra Foods, Inc. ConAgra Foods Packaged Foods, LLC is a limited liability company organized under the laws of the State of Delaware with its principal place of business at One ConAgra Drive, Omaha, Nebraska.

3. In fiscal year 2012 (the most recent year for which annual revenue information is available) the annual revenues from sales of Hebrew National branded products in the United States exceeded \$5,000,000.

4. If called as a witness, I would and could competently testify to all of the foregoing, which is within my personal knowledge or based upon information gathered within the course and scope of my duties as a Director of Finance at ConAgra Foods, Inc.

5. I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct.

Dated: May 31, 2012



Matt Russell