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U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

100724801

To The Honorable Commissioner for Patents and Trademarks: Please record the attached original documents or copy thereof.

88-51-5

<p>1. Name of conveying party(ies): Name: Tombstone Pizza Corporation Address: 940 South Whelan Avenue City: Medford State: WI Zip: 54451 Individual(s) Association General Partnership Limited Partnership Corporation-State of: Delaware Other:</p> <hr/> <p>Additional name(s) of conveying party(ies) attached? Yes XX No</p> <hr/> <p>3. Nature of Conveyance: Assignment XX Merger Security Agreement XX Change of Name Other</p> <hr/> <p>Execution Date: December 30, 1995</p>	<p>2. Name and address of receiving party(ies): Name: Kraft Pizza Company Address: Three Lakes Drive City: Northfield State: IL Zip: 60093 Individual(s) Association General Partnership Limited Partnership Corporation-State of: Delaware Other:</p> <hr/> <p>If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No</p> <p>(Designations must be a separate document from Assignment) Additional names(s) & address(es) attached? Yes No</p>
<p>4. Application number(s) or registration number(s): A. Trademark Application No.(s)</p>	<p>B. Trademark Registration No.(s) 1,698,464</p>
<p>Additional numbers attached? No Yes (if yes, then attach numbers on a separate sheet and send along with this page) No</p>	
<p>5. Name and address of party to whom correspondence concerning document should be mailed: Name: Sharon Ptak-Miles Company: Kraft Foods, Inc. Street Address: Three Lakes Drive City: Northfield State: IL Zip: 60093</p>	<p>6. Total number of applications and registrations invoiced: /</p> <hr/> <p>7. Total fee (37 CFR 3.41): \$ 40.00 \$40 for one mark; \$25 each additional Enclosed Authorized to be charged to deposit account #11-1650 if any additional fees are required.</p> <hr/> <p>8. Deposit account number: 11-1650 (Attach duplicate copy of this page if paying by deposit account)</p>

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.

Sharon Ptak-Miles
Name of Person Signing

Sharon Ptak-Miles
Signature

5-12-
Date

Total number of pages comprising cover sheet:

TRADEMARK
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State of Delaware
Office of the Secretary of State

PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"JACK'S FROZEN PIZZA, INC.", A WISCONSIN CORPORATION,
WITH AND INTO "TOMBSTONE PIZZA CORPORATION" UNDER THE NAME OF "KRAFT PIZZA COMPANY", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-EIGHTH DAY OF DECEMBER, A.D. 1995, AT 12:30 O'CLOCK P.M.



Edward J. Freel

Edward J. Freel, Secretary of State

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AUTHENTICATION:

7780382

DATE:

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REEL: 1732 FRAME: 0581

12-28-95

CERTIFICATE OF MERGER
OF
JACK'S FROZEN PIZZA, INC.
INTO
TOMBSTONE PIZZA CORPORATION

The undersigned corporation, organized and existing under and by virtue of the General Corporation Law of the State of Delaware, does hereby certify:

FIRST: That the name and state of incorporation of each of the constituent corporations of the merger is as follows:

<u>NAME</u>	<u>STATE OF INCORPORATION</u>
JACK'S FROZEN PIZZA, INC.	WISCONSIN
TOMBSTONE PIZZA CORPORATION	DELAWARE

SECOND: That an Agreement of Merger between the parties to the merger has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations in accordance with the requirements of section 252 of the General Corporation Law of Delaware.

THIRD: That the name of the surviving corporation of the merger is "Tombstone Pizza Corporation", which shall hereinwith be changed to "Kraft Pizza Company", a Delaware Corporation.

FOURTH: That the Certificate of Incorporation of Tombstone Pizza Corporation, a Delaware corporation, which is the surviving corporation, shall be the Certificate of Incorporation of the surviving corporation except that Article FIRST is amended to read as follows:

"FIRST: The name of the Corporation is

KRAFT PIZZA COMPANY"

FIFTH: That the executed Agreement of Merger is on file at the principal place of business of the surviving corporation, the address of which is Three Lakes Drive, Northfield, Illinois, 60093.

SIXTH: That a copy of the Agreement of Merger will be furnished by the surviving corporation, on request and without cost, to any stockholder of any constituent corporation.

SEVENTH: The authorized capital stock of each foreign corporation which is a party to the merger is as follows:

<u>Corporation</u>	<u>Class</u>	<u>Number of shares</u>	<u>Par value per share or statement that shares are without par value</u>
JACK'S FROZEN PIZZA, INC.	Common	1,000	.01
TOMBSTONE PIZZA CORPORATION	Common	1,000	1.00

EIGHTH: That this Certificate of Merger shall be effective at 11:59 p.m. on December 30, 1995.

Dated: December 22, 1995

TOMBSTONE PIZZA CORPORATION

By: Kathleen Kelly Spear
Kathleen Kelly Spear
Vice President

ATTEST:

Robert L. Herst
Robert L. Herst
Assistant Secretary