

06-24-1998

FORM PTO-1594
1-31-92

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U.S. Department of Commerce
Patent and Trademark Office

6-4-98

Tab settings ⇄ ⇄ ⇄



100745979

To the Honorable Commissioner _____ 100745979 _____ to be attached original documents or copy thereof.

1. Name of conveying party(ies):
USFTM, Inc.

Individual(s) Association
 General Partnership Limited Partnership
 Corporation-State Delaware
 Other _____

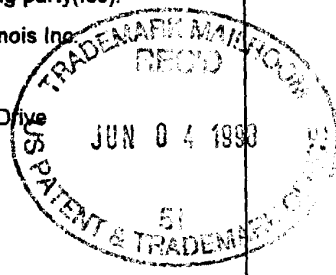
Additional name(s) of conveying party(ies) attached? Yes No

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

Name: US Foodservice of Illinois Inc
Internal Address:
Street Address: One Sexton Drive
Glendale Heights, IL 60139

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation-State Delaware
 Other _____

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
(Designations must be a separate document from Assignment)
Additional name(s) & address(es) attached? Yes No



3. Nature of conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: March 31, 1997

4. Application number(s) or registration number(s):
A. Trademark Application No.(s)
HORIZON (& Design) 74/681,495

Additional numbers attached? Yes No

B. Trademark registration No.(s)

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

Name: Catherine L. Thornberry
Internal Address: Hogan & Hartson, LLP

Street Address: 8300 Greensboro Drive,
Suite 1100
City: McLean State: VA Zip: 22102

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41): \$ 40.00

Enclosed
 Authorized to be charged to deposit account MS

8. Deposit account number:
08-2550
(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.

Catherine L. Thornberry
Name of Person Signing

Catherine L. Thornberry 6/4/98
Signature Date

Total number of pages comprising cover sheet: 1

**CERTIFICATE OF MERGER
OF
USFTM, INC.
INTO
US FOODSERVICE OF ILLINOIS INC.

THE UNDERSIGNED CORPORATION organized and existing under and by virtue of the General Corporation Law 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:

NAME	STATE OF INCORPORATION
USFTM, INC.	Delaware
US FOODSERVICE OF ILLINOIS INC.	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 251 of the General Corporation Law of Delaware

THIRD: That the name of the surviving corporation of the merger is **US FOODSERVICE OF ILLINOIS INC.**

FOURTH: that the Certificate of Incorporation of US FOODSERVICE OF ILLINOIS INC., a Delaware corporation which will survive the merger, shall be the Certificate of Incorporation of the surviving corporation.

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 1050 Warrenville Road, Lisle, Illinois 60532.

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: That this Certificate of Merger shall be effective upon filing with the Secretary of State.

DATED: March 31, 1997

US FOODSERVICE OF ILLINOIS INC.

By: Thomas G. McMullen
Thomas G. McMullen, Vice President