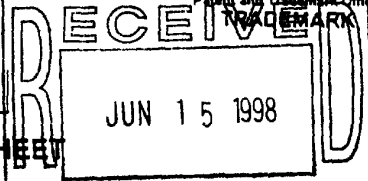


06-26-1998



100748467
RECORDATION FORM COVER SHEET
TRADEMARKS ONLY



6-15-98
MCG

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

- New
- Resubmission (Non-Recordation)
Document ID # _____
- Correction of PTO Error
Reel # _____ Frame # _____
- Corrective Document
Reel # _____ Frame # _____

Conveyance Type

- Assignment
- License
- Security Agreement
- Nunc Pro Tunc Assignment
Effective Date
Month Day Year _____
- Merger
- Change of Name
- Other _____

Conveying Party

Mark if additional names of conveying parties attached

Name International Products Distributing, Inc.

Execution Date
Month Day Year
12/30/94

Formerly _____

- Individual
- General Partnership
- Limited Partnership
- Corporation
- Association
- Other _____
- Citizenship/State of Incorporation/Organization New Mexico

Receiving Party

Mark if additional names of receiving parties attached

Name Impact Confections, Inc.

DBA/AKATA _____

Composed of _____

Address (line 1) No. 9, East Challenger

Address (line 2) _____

Address (line 3) Roswell

City

New Mexico

State/Country

88201

Zip Code

- Individual
- General Partnership
- Limited Partnership
- Corporation
- Association
- Other _____
- Citizenship/State of Incorporation/Organization New Mexico

If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. Designation must be a separate document from Assignment.)

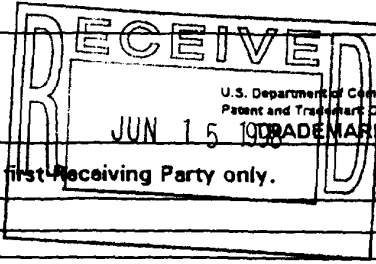
FOR OFFICE USE ONLY

Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231

06/26/1998
01 Ft:501
0000033 1745334

TRADEMARK
REEL: 1745 FRAME: 0299



Domestic Representative Name and Address

Enter for the first receiving party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Correspondent Name and Address

Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Pages Enter the total number of pages of the attached conveyance document including any attachments. #

Trademark Application Number(s) or Registration Number(s) Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

| Trademark Application Number(s) | | | Registration Number(s) | | |
|---------------------------------|----------------------|----------------------|--------------------------------------|----------------------|----------------------|
| <input type="text"/> | <input type="text"/> | <input type="text"/> | <input type="text" value="1786338"/> | <input type="text"/> | <input type="text"/> |
| <input type="text"/> | <input type="text"/> | <input type="text"/> | <input type="text"/> | <input type="text"/> | <input type="text"/> |
| <input type="text"/> | <input type="text"/> | <input type="text"/> | <input type="text"/> | <input type="text"/> | <input type="text"/> |

Number of Properties Enter the total number of properties involved. #

Fee Amount Fee Amount for Properties Listed (37 CFR 3.41): \$

Method of Payment: Enclosed Deposit Account

Deposit Account (Enter for payment by deposit account or if additional fees can be charged to the account.)
Deposit Account Number: #

Authorization to charge additional fees: Yes No

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. Charges to deposit account are authorized, as indicated herein.

Stanley I. Goldman
Name of Person Signing

Signature

6-12-98
Date Signed

STATE OF NEW MEXICO



OFFICE OF

THE STATE CORPORATION COMMISSION

CERTIFICATE OF AMENDMENT

OF

IMPACT CONFECTIONS, INC.

3102761

TRADEMARK

REEL 1327 FRAME 271

The State Corporation Commission certifies that duplicate originals of the Articles of Amendment attached hereto, duly signed and verified pursuant to the provisions of the BUSINESS CORPORATION ACT (53-11-1 to 53-13-12 NMSA 1973) have been received by it and are found to conform to law.

Accordingly, by virtue of the authority vested in it by law, the State Corporation Commission issues this Certificate of Amendment and attaches hereto a duplicate original of the Articles of Amendment.

Dated: DECEMBER 30, 1994

In Testimony Whereof, the State Corporation Commission of the State of New Mexico has caused this certificate to be signed by its Chairman and the Seal of said Commission to be affixed at the City of Santa Fe

Chairman

Director

TRADEMARK

REEL: 1745 FRAME: 0301

3102761

**ARTICLES OF AMENDMENT TO THE
ARTICLES OF INCORPORATION OF
INTERNATIONAL PRODUCTS DISTRIBUTING, INC.**

FILED IN OFFICE
STATE CORPORATION

DEC 30 1994

Pursuant to the provisions of Section 53-13-4 of the N.M.S.A., ~~the undersigned~~
corporation adopts the following Articles of Amendment to its Articles of Incorporation:

FIRST: The name of the corporation is International Products Distributing, Inc.

SECOND: The following amendment of the Articles of Incorporation was adopted by the shareholders of the corporation on December 13, 1994, in the manner prescribed by the New Mexico Business Corporation Act:

ARTICLE I

The name of the Corporation shall be: **IMPACT CONFECTIONS, INC.**

THIRD: The number of shares of the corporation outstanding at the time of such adoption was 1000; and the number of shares entitled to vote thereon was 0.

FOURTH: The designation and number of outstanding shares of each class entitled the vote thereon as a class were as follows:

| <u>CLASS</u> | <u>NUMBER OF SHARES</u> |
|---|-------------------------|
| Name of Shareholder | Number of Shares |
| Bradley C. and Christy A. Baker, Trustee, or any Successor Trustee, of Bradley C. Baker and Christy A. Baker Revocable Trust Agreement dated November 16, 1990, as amended. | 510 |

TRADEMARK

REEL 1327 FRAME 072

| Name of Shareholder | Number of Shares |
|---|------------------|
| Allen Baker, Trustee, or any Successor Trustee, of Bradley C. and Christy A. Baker Irrevocable Children's Trust dated January 1, 1991 (Crystal D. Baker, Sub-Trust) | 245 |
| Allen Baker, Trustee, or any Successor Trustee, of Bradley C. and Christy A. Baker Irrevocable Children's Trust dated January 1, 1991 (Kelly Y. Baker, Sub-Trust) | 245 |

FIFTH: The number of shares voting for such amendment was 1000; and the number of shares voting against such amendment was none.

SIXTH: The number of shares of each class entitled to vote thereon as a class voted for and against such amendment, respectively, was:

| <u>CLASS</u> | <u>NAME</u> | <u>NUMBER OF SHARES VOTING</u> | |
|--------------|---|--------------------------------|----------------|
| | | <u>For</u> | <u>Against</u> |
| Common | Bradley C. and Christy A. Baker, Trustee, or any Successor Trustee, of Bradley C. Baker and Christy A. Baker Revocable Trust Agreement dated November 16, 1990, as amended. | 510 | 0 |
| Common | Allen Baker, Trustee, or any Successor Trustee, of Bradley C. and Christy A. Baker Irrevocable Children's Trust dated January 1, 1991 (Crystal D. Baker, Sub-Trust) | 245 | 0 |

REEL 1327 FRAME 273
 TRADEMARK

Common Allen Baker, Trustee, or any Successor 245 0
Trustee, of Bradley C. and Christy A.
Baker Irrevocable Children's Trust
dated January 1, 1991 (Kelly Y.
Baker, Sub-Trust)

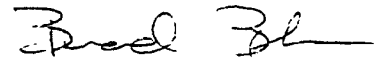
SEVENTH: The manner, if not set forth in such amendment, in which any exchange, reclassification, or cancellation of issued shares provided for in the amendment, in which any exchange, reclassification, or cancellation of issued shares provided for in the amendment shall be effected, is as follows: No Change.

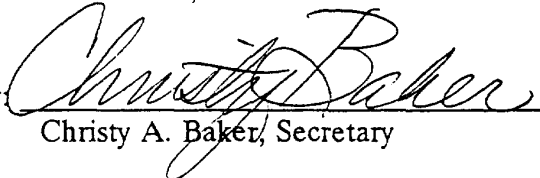
EIGHTH: The manner in which such amendment effects a change in the amount of stated capital, the amount of stated capital as changed by such amendment are as follows:
No Change.

REEL 1327 FRAME 276


DATED: December 16, 1994

INTERNATIONAL PRODUCTS DISTRIBUTING, INC.

By: 
Brad Baker, President

By: 
Christy A. Baker, Secretary

SHAREHOLDERS:


Bradley C. Baker,
Trustee for Bradley C. Baker and Christy
A. Baker Revocable Trust dated 11/16/90

Christy Baker

Christy A. Baker,
Trustee for Bradley C. Baker and Christy
A. Baker Revocable Trust dated 11/16/90

L. Allen Baker, Jr.

Allen Baker as Trustee for Bradley C. and
Christy A. Baker Irrevocable Children's
Trust (Crystal D. Baker, Sub-Trust)

L. Allen Baker, Jr.

Allen Baker as Trustee for Bradley C. and
Christy A. Baker Irrevocable Children's
Trust (Kelly Y. Baker, Sub-Trust)

TRADEMARK

REEL 1327 FRAME 275

STATE OF NEW MEXICO)
)ss.
COUNTY OF CHAVES)

BEFORE ME, a Notary Public, on this day personally appeared Brad Baker, Trustee
for Bradley C. Baker and Christy A. Baker Revocable Trust dated 11/16/90, known to me
to be the person whose name is subscribed on the foregoing document and, being by me
first duly sworn, declared that the statements therein contained are true and correct.

GIVEN under my hand and seal of office this 16 day of December, 1999.

[Signature]

Notary Public

My Commission Expires:
7/16/02

STATE OF NEW MEXICO)
)ss.
COUNTY OF CHAVES)

BEFORE ME, a Notary Public, on this day personally appeared Christy A. Baker, Trustee for Bradley C. Baker and Christy A. Baker Revocable Trust dated 11/16/90, known to me to be the person whose name is subscribed on the foregoing document and, being by me first duly sworn, declared that the statements therein contained are true and correct.

GIVEN under my hand and seal of office this 16 day of December 1994.

[Signature]

Notary Public

My Commission Expires:
7/18

TRADEMARK

REEL 1327 FRAME 276

STATE OF TEXAS)
)ss.
COUNTY OF Dallas)

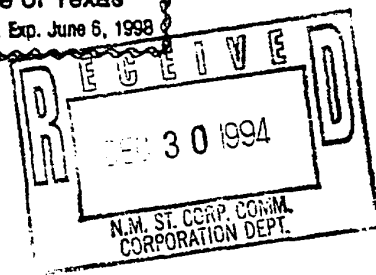
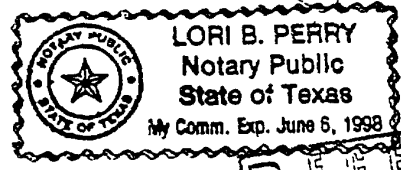
BEFORE ME, a Notary Public, on this day personally appeared Alan Baker as Trustee for Bradley C. and Christy A. Baker Irrevocable Children's Trust (Crystal D. Baker, Sub-Trust) and as Trustee for Bradley C. and Christy A. Baker Irrevocable Children's Trust (Kelly Y. Baker, Sub-Trust) known to me to be the person whose name is subscribed on the foregoing document and, being by me first duly sworn, declared that the statements therein contained are true and correct.

GIVEN under my hand and seal of office this 21st day of December, 1994.

[Signature]

Notary Public

My Commission Expires:
June 4, 1998



Articles of Amendment to the Articles of Incorporation of International Products Distributing, Inc. Page 5

199-4 95