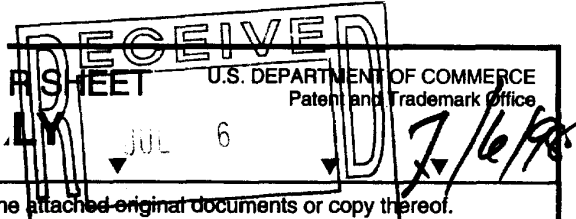


07-14-1998

FORM PTO-1594 (Rev. 6-93) OMB No. 0651-0011 (exp. 4/94)



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Tab settings >>> ▾

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

1. Name of conveying party(ies):

Escalon Packers, Inc.

- Individual(s), Association, General Partnership, Limited Partnership, Corporation-State (checked), Other

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

3. Nature of conveyance:

- Assignment, Merger, Security Agreement, Change of Name (checked), Other

Execution Date: January 7, 1998

2. Name and address of receiving party(ies)

Name: Escalon Premier Brands, Inc.

Internal Address:

Street Address: 1905 McHenry Avenue

City: Escalon State: CA ZIP: 95320

- Individual(s) citizenship, Association, General Partnership, Limited Partnership, Corporation-State (checked), 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

4. Application number(s) or patent number(s):

A. Trademark Application No.(s)

75/371304

B. Trademark Registration No.(s)

417301

Additional numbers attached Yes (checked) No

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

Name: Dean A. Bierkan, Esq.

Internal Address: H. J. Heinz Company P. O. Box 57

Pittsburgh, PA 15230

Street Address: H. J. Heinz Company 1062 Progress Street

City: Pittsburgh State: PA ZIP: 15212

6. Total number of applications and registrations involved: 15

7. Total fee (37 CFR 3.41): \$ 350.00

Enclosed

Authorized to be charged to deposit account (checked)

8. Deposit account number:

08-1631

(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

07/13/1998 DC0ATES 00000202 081631 75371304

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.

Dean A. Bierkan

Name of Person Signing

Signature

7/1/98

Date

Total number of pages including cover sheet, attachments, and document: 6

ESCALON PREMIER BRAN

9200160 UNITED STATES 11/28/1944 476,960 10/23/1945 417,301 REGISTERED ✓
 46 - Tomato paste.

T00114US0 UNITED STATES 05/10/1991 74/165,339 12/06/1994 1,865,889 REGISTERED
 GOODS: 29 - Canned tomatoes and tomato puree.
 30 - Pizza sauce; tomato sauce; and, spaghetti sauce.

9200163 UNITED STATES 11/21/1955 698,592 09/02/1958 666,650 REGISTERED
 GOODS: 46 - Italian food specialties - namely, tomato paste, tomato puree, and pizza sauce.

9200158 UNITED STATES 12/01/1972 72/442,656 09/11/1973 968,298 REGISTERED
 GOODS: 46 - Tomato pizza sauce.

9200155 UNITED STATES 10/02/1979 233,647 07/07/1981 1,160,190 REGISTERED
 GOODS: 30 - Spaghetti sauce.

9200156 UNITED STATES 04/07/1959 71,005 10/06/1959 686,440 REGISTERED
 GOODS: 46 - Peeled tomatoes.

9200157 UNITED STATES 03/03/1987 647,303 11/10/1987 1,464,751 REGISTERED
 GOODS: 29 - Canned tomatoes.

T02875US0 UNITED STATES 10/10/1997 75/371,304 PENDING ✓
 GOODS: 29 - Processed tomatoes, namely sliced tomatoes and tomato pieces

9200164 UNITED STATES 11/07/1985 73/567,386 06/10/1986 1,397,049 REGISTERED
 GOODS: 30 - Marinara sauce and tomato sauce.

T01546US0 UNITED STATES 07/10/1995 74/698,614 08/13/1996 1,993,082 REGISTERED
 GOODS: 29 - Processed tomatoes, namely ground tomatoes, whole tomatoes, tomato pieces, tomato puree, and tom
 30 - Pizza sauce and prepared pasta sauces.

9200161 UNITED STATES 05/10/1966 245,301 01/30/1968 843,315 REGISTERED
 GOODS: 46 - Canned tomatoes.

9200154 UNITED STATES 01/28/1991 74/134,141 08/18/1992 1,708,442 REGISTERED
 GOODS: 29 - Canned tomatoes.

9200167	UNITED STATES	03/07/1991	74/145,651	01/14/1992	1,672,280	REGISTERED
	GOODS: 29 - Canned, cooked or otherwise processed tomatoes.					
9200165	UNITED STATES	12/01/1972	442,657	09/11/1973	968,299	REGISTERED
	GOODS: 46 - Canned tomatoes, tomato puree and tomato pizza sauce in Class 46.					
9200166	UNITED STATES	12/14/1965	234,550	04/11/1967	827,250	REGISTERED
	GOODS: 46 - Canned tomatoes, and canned tomato paste.					

Office of the Secretary of State

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 AMENDMENT OF "ESCALON PACKERS, INC.", CHANGING ITS NAME FROM "ESCALON PACKERS, INC." TO "ESCALON PREMIER BRANDS, INC.", FILED IN THIS OFFICE ON THE NINTH DAY OF JANUARY, A.D. 1998, AT 4:30 O'CLOCK P.M.



A handwritten signature in cursive script, reading "Edward J. Freel".

Edward J. Freel, Secretary of State

2162921 8100

981011855

AUTHENTICATION: 8862536

DATE: 01-13-98
TRADEMARK

REEL: 1757 FRAME: 0860

CERTIFICATE OF AMENDMENT
OF
CERTIFICATE OF INCORPORATION

ESCALON PACKERS, INC., a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware,

DOES HEREBY CERTIFY:

FIRST: That the Board of Directors of said corporation, by the unanimous written consent of its members, filed with the minutes of the Board, adopted a resolution proposing and declaring advisable the following amendment to the Certificate of Incorporation of said corporation:

RESOLVED, that the Certificate of Incorporation of Escalon Packers, Inc. be amended by changing Article 1 thereof so that, as amended, said Article shall be and read as follows:

"The name of the Corporation is Escalon Premier Brands, Inc."

SECOND: That in lieu of a meeting and vote of stockholders, the sole stockholder has given written consent to said amendment in accordance with the provisions of Section 228 of the General Corporation Law of the State of Delaware.

THIRD: That the aforesaid amendment was duly adopted in accordance with the applicable provisions of Sections 242 and 228 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, said Escalon Packers, Inc. has caused this certificate to be signed by Jeffrey P. Berger, its President, this 7 day of January, 1998.

ESCALON PACKERS, INC.

By: Jeffrey P. Berger
Name: Jeffrey P. Berger
Title: President