



10-26-1998

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U.S. Patent & TMOfc/TM Mail Ropt Dt. #11

U.S. Department of Commerce
Patent and Trademark Office

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Tab settings ⇨ ⇨ ⇨

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

MRS 10/8/98
DMW

1. Name of conveying party(ies):
US Foodservice of Illinois 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: U.S. Foodservice of Illinois Inc.
Internal Address:
Street Address: One Sexton Drive
Glendale Heights, IL 60139

3. Nature of conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: February 27, 1998

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

4. Application number(s) or registration number(s):
A. Trademark Application No.(s)

B. Trademark registration No.(s)
See attached Schedule A

Additional numbers attached? Yes No

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

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

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

6. Total number of applications and registrations involved: 12

7. Total fee (37 CFR 3.41): \$ 315.00


Enclosed
 Authorized to be charged to deposit account

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


Signature

10/8/98
Date

Total number of pages comprising cover sheet: 2

10/23/1998 ITUM11 00000038-1982044
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02 FC:482
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TRADEMARK
REEL: 1803 FRAME: 0049

SCHEDULE A

<u>Mark</u>	<u>Registration Number</u>	<u>Registration Date</u>
ARCTIC HARVEST	1,923,864	October 3, 1995
ARCTIC HARVEST (& Design)	1,879,943	February 21, 1995
ASIAN HARVEST	1,893,241	May 9, 1995
BBI	1,163,940	August 4, 1981
CONCHO (Stylized)	632,387	August 7, 1956
CYGNET MENU MANAGEMENT SYSTEM	2,014,202	November 5, 1996
GOLD 'N' CLEAR	2,065,999	May 27, 1997
LA COMIDA	967,720	September 4, 1973
PRIME LIFE	1,601,157	June 12, 1990
PRIME LIFE	1,655,125	August 27, 1991
PRIME LIFE	1,688,440	May 19, 1992
PRIME LIFE	1,688,441	May 19, 1992

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 AMENDMENT OF "US FOODSERVICE OF ILLINOIS INC.", CHANGING ITS NAME FROM "US FOODSERVICE OF ILLINOIS INC." TO "U.S. FOODSERVICE OF ILLINOIS INC.", FILED IN THIS OFFICE ON THE SECOND DAY OF APRIL, A.D. 1998, AT 7:30 O'CLOCK A.M.



A handwritten signature in cursive script, appearing to read "Edward J. Freel".

Edward J. Freel, Secretary of State

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AUTHENTICATION: 9007977

DATE: 04-02-98

TRADEMARK
REEL: 1803 FRAME: 0051

**CERTIFICATE OF AMENDMENT
OF THE
CERTIFICATE OF INCORPORATION
OF
US FOODSERVICE OF ILLINOIS INC.**

Pursuant to the provisions of Section 242 of the General Corporation Law of the State of Delaware, the undersigned Corporation certifies as to the adoption of the following Amendment to its Certificate of Incorporation:

1. That Article FIRST of the Company's Certificate of Incorporation be amended so as to read in its entirety as follows:

"FIRST: The name of the Corporation is U.S. FOODSERVICE OF ILLINOIS INC."

2. The Corporation has received the approval of the Sole Stockholder by written consent and the Amendment of the Certificate of Incorporation herein certified has been duly adopted in accordance with the provisions of Sections 242 and 228 (by unanimous written consent).

IN WITNESS WHEREOF, the undersigned hereby certifies that the facts stated herein are true and, accordingly, has signed this Certificate of Amendment this 22 day of February, 1998.


James L. Miller, President

ATTEST:


David M. Abramson, Secretary