

MD 10-16-98

PL

11-18-1998

and Trademarks:
or copy thereof.

TRADEMARKS ONLY

1. Name of Party(ies) conveying an interest in:
Vlastic Farms, Inc.



100902566

Address of Party(ies) receiving an interest in:
VF Brands, Inc.
P.O. Box 626
Route 331
Millsboro, Delaware 19966

Entity:

- Individual(s)
- Association
- General Partnership
- Limited Partnership
- Corporation - Ohio
- Other

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

Entity:

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

Citizenship: U.S.A.

If 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) and address(es) attached?

- Yes
- No

TRADEMARK FEE PROCESS. RECEIVED 1998 OCT 16 P 4 14 US PATENT & TRADEMARK OFFICE

3. Interest Conveyed:

- Assignment
- Change of Name
- Security Agreement
- Merger
- Other

Execution Date: October 6, 1998

4. Application number(s) or registration number(s). Additional numbers attached?

A. Trademark Application No(s).

B. Trademark Registration No(s).
1,808,703

- Yes
- No

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

Pattishall, McAuliffe, Newbury,
Hilliard & Geraldson
320 Watergate Six Hundred
Washington, D.C. 20037

6. Total number of applications and registrations involved:

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

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

16-0650

(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.

Colette A. Durst-Barkey

Colette A. Durst-Barkey

Oct. 16, 1998

Name of Person Signing

Signature

Date

Total number of pages comprising cover sheet:

11/17/1998 SBURNS 00000143 1808703

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40.00 (P)

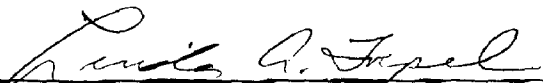
ASSIGNMENT

This is an Assignment from VLASIC FARMS, INC., an Ohio corporation (formerly known as Campbell's Fresh, Inc.; see Articles of Amendment attached as Exhibit A) with its principal offices located at P.O. Box 169, Maiden Creek Road, Blandon, Pennsylvania 19510 ("Assignor"), to VF BRANDS, INC., a Delaware corporation with its principal offices located at P.O. Box 626, Rte. 331, Millsboro, Delaware 19966 ("Assignee"). It is effective as of October 6, 1998.

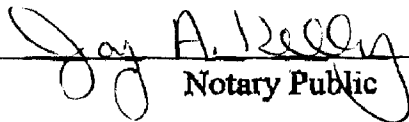
WHEREAS, Assignor is the owner of the trademark FULL HOUSE and the trademark registration therefor, FULL HOUSE, U.S. Reg. No. 1,808,703, (the "Trademark"), and Assignee has, effective October 6, 1998, acquired from Assignor the Trademark and the goodwill of the business symbolized by the Trademark.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor hereby assigns and transfers to Assignee all of its right, title and interest in and to the Trademark, together with the goodwill of the business indicated and symbolized by the Trademark, and all registrations for and applications to register the Trademark along with the right to recover damages and profits for past infringement thereof.

IN WITNESS WHEREOF, Assignor has executed the same on the date and year set forth below.


By: Linda A. Toepel
Its: Assistant Corporate Secretary

On this 6th day of October, 1998, Linda A. Toepel personally appeared before me, who is known to be the Assistant Secretary of Vlastic Farms, Inc., the Assignor named above, and acknowledged that he/she executed the foregoing Assignment on behalf of said Assignor and pursuant to authority duly received.


Notary Public

10616.1

JOY A. KELLY
NOTARY PUBLIC OF NEW JERSEY
MY COMMISSION EXPIRES MAY 1, 2003

TRADEMARK
REEL: 1814 FRAME: 0547



Prescribed by
 BOB TAFT, Secretary of State
 30 East Broad Street, 14th Floor
 Columbus, Ohio 43266-0418
 Form SH-AMD (January 1991)

06231-1585

Charter No.	502210
Approved	CR
Date	3-30-98
Fee	35.00

98033101701

CERTIFICATE OF AMENDMENT by Shareholders to the Articles of Incorporation of

CAMPBELL'S FRESH, INC.
 (Name of Corporation)

Anthony P. DiSilvestro, who is:

- Chairman of the Board President ~~Vice President~~ (check one) Vice President-Treasurer
 and

John J. Furey, who is: Secretary Assistant Secretary (Check one)

of the above named Ohio corporation for profit do hereby certify that: (check the appropriate box and complete the appropriate statements)

- a meeting of the shareholders was duly called for the purpose of adopting this amendment and held on _____, 19____ at which meeting a quorum of the shareholders was present in person or by proxy, and by the affirmative vote of the holders of shares entitling them to exercise _____% of the voting power of the corporation.
- in a writing signed by all of the shareholders who would be entitled to notice of a meeting held for that purpose, the following resolution to amend the articles was adopted:

RESOLVED, that it is advisable and in the best interest of the Corporation and its sole Shareholder that the name of the Corporation be changed to "Vlasic Farms, Inc." and that Article First of the Corporation's Articles of Incorporation be amended to read in its entirety as follows:

"FIRST: The name of the Corporation is Vlasic Farms, Inc."

IN WITNESS WHEREOF, the ~~above~~ **RECEIVED** officers, acting for and on the behalf of the corporation, have hereto subscribed their names this 27th day of March, 1998

MAR 30 1998

BOB TAFT
 SECRETARY OF STATE

By [Signature]
 (Chairman, President, Vice President)
 Vice President-Treasurer

By [Signature]
 (Secretary, Assistant Secretary)

(OHIO - 613 - 3/4/91)

NOTE: Ohio law does not permit one officer to sign in two capacities, Two separate signatures are required, even if this necessitates the election of a second officer before the filing can be made.

TRADEMARK
 REEL: 1814 FRAME: 0548



The State of Ohio

Bob Taft

Secretary of State

502210

Certificate

It is hereby certified that the Secretary of State of Ohio has custody of the Records of Incorporation and Miscellaneous Filings; that said records show the filing and recording of: AMD MIS TIC CHN

of:

VLASIC FARMS, INC. FORMERLY CAMPBELL'S FRESH, INC.

United States of America
State of Ohio
Office of the Secretary of State

Recorded on Roll 6231 at Frame 1585 of
the Records of Incorporation and Miscellaneous Filings.

Witness my hand and the seal of the Secretary of State at

Columbus, Ohio, this 30TH day of MARCH

A.D. 19 98 .



Bob Taft
Bob Taft
Secretary of State