

11-20-1998

FORM PTO-1594

FORM COVER SHEET

U.S. Department of Commerce

(Rev. 6-93)



MARKS ONLY

Patent and Trademark Office

OMB No. 0651-0

100904961

To the Honorable Commissioner of Patents and Trademarks, please return the attached original document or copy thereof.

11-13-98

1. Name of conveying party(ies):

Whole Foods Market Mid-Atlantic, Inc.

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

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

3. Nature of conveyance:

Assignment Merger
Security Agreement X Change of Name
Other

Execution Date: 12/11/96

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

Name: Whole Foods Market Group, Inc.

Internal Address

Street Address: 601 North Lamar Boulevard, Suite 300

City: Austin State: Texas Zip: 78703

Individual(s) citizenship
Association
General Partnership
Limited Partnership
X 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): 1,837,157

Additional numbers attached? Yes No X

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

Name: Sharon L. Williamson

Internal Address: Arnold, White & Durkee

Street Address: P.O. Box 4433

City: Houston State: Texas Zip: 77210

6. Total number of applications and registrations involved: 1

7. Total fee (37 C.F.R. 3.41) \$40.00
X Enclosed
X Authorized to be charged to deposit account if check insufficient or inadvertently omitted

8. Deposit account number: 01/2508/WHOL:021/BAR
(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.

Sharon L. Williamson

Name of Person Signing

Sharon L. Williamson

Signature

November 9, 1998

Date

Total number of pages including cover sheet, attachments and documents: 2

Mail documents to be recorded with required cover sheet information to:

U.S. Patent and Trademark Office
Office of Public Records
Crystal Gateway 4, Room 335
Washington, D.C. 20231

11/18/1998 DNGUYEN 00000206 1837157

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CERTIFICATE OF MAILING
37 C.F.R. 1.8

I hereby certify that this correspondence is being deposited with the U.S. Postal Service as First Class Mail in an envelope addressed to: U.S. Patent and Trademark Office, Office of Public Records, Crystal Gateway 4, Room 335, Washington, D.C. 20231, on the date below:

November 9, 1998

Date

Sharon L. Williamson

Sharon L. Williamson

**CERTIFICATE OF AMENDMENT TO THE  
CERTIFICATE OF INCORPORATION  
OF  
WHOLE FOODS MARKET MID-ATLANTIC, INC.**

WHOLE FOODS MARKET MID-ATLANTIC, INC. (the "Corporation"), which is existing under and by virtue of the Delaware General Corporation Law, does hereby certify as follows:

**FIRST:** The Board of Directors of the Corporation has adopted a resolution approving the following as an amendment to the Certificate of Incorporation of the Corporation:

The name of the Corporation is Whole Foods Market Group, Inc.

**SECOND:** That thereafter stockholders of the Corporation entitled to vote on the proposed amendment approved the proposed amendment by a written consent executed by the holders of the necessary number of shares of common stock in accordance with Section 228 of the Delaware General Corporation Law.

**THIRD:** That this amendment was duly adopted in accordance with the provisions of Section 242 of the General Corporation Law of the State of Delaware.

**FOURTH:** That this Certificate of Amendment shall be effective upon the filing hereof.

The undersigned, being the Assistant Secretary of the Corporation, for the purpose of amending the Certificate of Incorporation of said corporation pursuant to the Delaware General Corporation Law, does make this certificate, hereby declaring and certifying that this is her act and deed and the facts herein stated are true, and accordingly has hereunto set her hand this 11th day of December, 1996.

WHOLE FOODS MARKET GROUP, INC.

By: *Linda J. Fontaine*  
Linda J. Fontaine  
Assistant Secretary

0101411.02/ SAH

RECORDED: 11/09/1998

TRADEMARK  
REEL: 1816 FRAME: 0146