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12-22-1998

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

11-27-1998



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U.S. Patent & TMO/TM Mail Rcpt Dt. #10 Commissioner of Patents and Trademarks Original documents or copy thereof.

1. Name of conveying party(ies):

Ault Foods Limited

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

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

2. Name and address of receiving party(ies)

Name: Parmalat Food Inc.

Internal Address:

Street Address: 405 The West Mall
10th Floor
Etobicoke, Ontario
CANADA M9C 5J1

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

3. Nature of conveyance:

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

Execution Date: October 3, 1997

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

ATTORNEY DOCKET NO.: 393-27

A. Trademark Application No.(s)

See Attached Schedule

B. Trademark Registration No.(s)

See Attached Schedule

Additional numbers attached? Yes No

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

LAFF, WHITESEL, CONTE & SARET, LTD.
ATTORNEYS AT LAW
401 NORTH MICHIGAN AVENUE
CHICAGO, ILLINOIS 60611-4212

Direct Telephone Calls to: Joseph F. Schmidt
at telephone No. (312) 661-2100. Fax (312) 661-0029

CERTIFICATE OF MAILING

I hereby certify that this correspondence is being deposited with the United States Postal Service as first-class mail in an envelope addressed to: Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231 on

Date: 11/23/98
TYPED NAME: Dawn Ternig
12/21/1998 MAILER 00000134 75122451

6. Total number of applications and registrations involved: 15

7. Total fee (37 CFR 3.41).....\$ 390.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number: 12-0064

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

01 FC:481 40.00 OP
02 FC:482 350.00 OP

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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.

Joseph F. Schmidt

Name of Person Signing

Joseph F. Schmidt
Signature

11/23/98
Date

18

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

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

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Washington, D.C. 20231

TRADEMARK
REEL: 1829 FRAME: 0627

SCHEDULE A

Pending Applications

Case Number	Trademark	Status	Application Number	Filing Date
00393-00025	AULTPRO	Pending	75/122451	20-Jun-96
00393-00019	DARILUX	Pending	75/038494	29-Dec-95
00393-00014	DARIPLUS	Pending	74/671704	09-May-95
00393-00022	IMPRESSE	Pending	75/083664	04-Apr-96
00393-00020	LITECH	Pending	75/038493	29-Dec-95
00393-00023	PROLAC	Pending	75/250605	03-Mar-97

SCHEDULE B
Registered Trademarks

Case Number	Trademark	Status	Application Number	Filing Date	Reg. No.	Reg. Date
00393-00007	ACIDULAC	Registered	74/592127	27-Oct-94	1963898	26-Mar-96
00393-00008	ANILAC	Registered	74/592131	27-Oct-94	1999094	10-Sep-96
00393-00005	AULT & DESIGN	Registered	74/585609	14-Oct-94	1977732	04-Jun-96
00393-00004	CHEESEPRO	Registered	74/586142	14-Oct-94	1927978	17-Oct-95
00393-00010	DAIRYLIGHT	Registered	74/609707	12-Dec-94	2068273	10-Jun-97
00393-00003	PRODEL	Registered	74/585868	14-Oct-94	1979247	11-Jun-96
00393-00006	PROTELAC	Registered	74/588237	14-Oct-94	1928019	17-Oct-95
00393-00018	VELVET	Registered	75/035607	21-Dec-95	2045666	18-Mar-97



**Certificate
of Amendment**

**Canada Business
Corporations Act**

**Certificat
de modification**

**Loi canadienne sur
les sociétés par actions**

**PARMALAT FOOD INC./
LES ALIMENTS PARMALAT INC.**

322275-6

NAME of corporation-Dénomination de la société

Corporation number-Numéro de la société

I hereby certify that the articles of the above-named corporation were amended:

Je certifie que les statuts de la société susmentionnée ont été modifiés :

(a) under section 13 of the *Canada Business Corporations Act* in accordance with the attached notice.

a) en vertu de l'article 13 de la *Loi canadienne sur les sociétés par actions*, conformément à l'avis ci-joint;

(b) under section 27 of the *Canada Business Corporations Act* as set out in the attached articles of amendment designating a series of shares;

b) en vertu de l'article 27 de la *Loi canadienne sur les sociétés par actions*, tel qu'il est indiqué dans les clauses modificatrices ci-jointes désignant une série d'actions;

(c) under section 179 of the *Canada Business Corporations Act* as set out in the attached articles of amendment;

c) en vertu de l'article 179 de la *Loi canadienne sur les sociétés par actions*, tel qu'il est indiqué dans les clauses modificatrices ci-jointes;

(d) under section 191 of the *Canada Business Corporations Act* as set out in the attached articles of reorganization.

d) en vertu de l'article 191 de la *Loi canadienne sur les sociétés par actions*, tel qu'il est indiqué dans les clauses de réorganisation ci-jointes.

Director - Directeur

October 3, 1997/le 3 octobre 1997

Date of Amendment - Date de modification

Canada

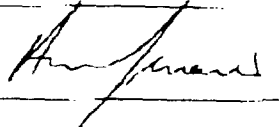


1 — Name of corporation — Dénomination de la société AULT FOODS LIMITED LES ALIMENTS AULT LIMITEE	2 — Corporation No. — N° de la société 322275-6
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3 — The articles of the above-named corporation are amended as follows

Les statuts de la société mentionnée ci-dessus sont modifiés de la façon suivante :

- a. to change the name of the Corporation to PARMALAT FOOD INC / LES ALIMENTS PARMALAT INC.; and
- b. to include the following standard private company restrictions:
 - i. the number of shareholders of the Corporation exclusive of persons who are in its employment and exclusive of persons who, having been formerly in the employment of the Corporation, were, while in that employment, and have continued after termination of that employment to be, shareholders of the Corporation, is limited to not more than fifty, two or more persons who are the joint registered owners of one or more shares being counted as one shareholder;
 - ii. no invitation shall be made to the public to subscribe for any securities of the Corporation; and
 - iii. shares of the Corporation shall not be transferred without the approval of the Board of Directors, such approval which is to be evidenced by a resolution of the Board.

Date October 3, 1997	Signature 	Title — Titre Director
7530-21-836-1387 (01-93) 48		FOR DEPARTMENTAL USE ONLY - À L'USAGE DU MINISTÈRE SEULIÈMENT Filed - Déposé ABF A 3 1997