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U.S. Patent & TMO/c TM Mail Rpt 01-01-99

1. Name of conveying party: EMCO/ComSource, Inc., a Delaware corporation

2. Name and address of receiving party:

UniPro Foodservice, Inc., a Delaware corporation  
2500 Cumberland Parkway  
Atlanta, Georgia 30339

3. Nature of conveyance and execution date: Certificate of Change of Name, effective as of October 15, 1997.

4. Trademark Application Number:

75/288,102

5. Mail correspondence concerning document to:

Edmund B. Burke, Esq.  
Powell, Goldstein, Frazer & Murphy LLP  
191 Peachtree Street  
Atlanta, GA 30303

6. Total number of applications/ registrations involved: One (1)

7. Total fee (37 CFR 3.41), enclosed: \$40.00. 8. Deposit account number: N/A

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.

  
Edmund B. Burke

5 Jan 1999  
Date

Total Number of Pages for This Cover Sheet: One (1)

State of Delaware  
Office of the Secretary of State

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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 "EMCO/COMSOURCE, INC.", CHANGING ITS NAME FROM "EMCO/COMSOURCE, INC." TO "UNIFRO FOODSERVICE, INC.", FILED IN THIS OFFICE ON THE SIXTEENTH DAY OF OCTOBER, A.D. 1997, AT 9 O'CLOCK A.M.

A CERTIFIED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS FOR RECORDING.



*Edward J. Freel*

Edward J. Freel, Secretary of State

AUTHENTICATION:

2147567 8100

DATE: 8705611

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REEL: 1839 FRAME: 0672

CERTIFICATE OF AMENDMENT  
OF  
AMENDED AND RESTATED  
CERTIFICATE OF INCORPORATION  
OF  
EMCO/COMSOURCE, INC.

EMCO/ComSource, Inc. (the "Corporation"), a corporation duly organized and existing under the General Corporation Law of the State of Delaware (the "Delaware Law") does hereby certify that the Amended and Restated Certificate of Incorporation of the Corporation has been amended pursuant to Section 242 of the Delaware General Corporation Law as follows:

1. The amendment to the Corporation's Amended and Restated Certificate of Incorporation set forth below was duly adopted in accordance with the provisions of Section 242 of the Delaware Law and has been consented to in writing by the stockholders, and written notice has been given, in accordance with Section 228 of the Delaware Law.
2. Article First of the Corporation's Amended and Restated Certificate of Incorporation is amended to read in its entirety as follows:

"FIRST: The name of this Corporation shall be UNIPRO FOODSERVICE, INC. (the "Corporation")."

IN WITNESS WHEREOF, the Corporate has caused this Certificate, which amends the provisions of the Corporation's Amended and Restated Certificate of Incorporation to change the corporate name of the Corporation, to be executed by Alan R. Plassche, its authorized officer, this 15<sup>th</sup> day of October, 1997.

The undersigned officer of the Corporation hereby acknowledges that the foregoing Certificate is his act and deed and the act and deed of the Corporation, and that the facts stated therein are true, on this 15<sup>th</sup> day of October, 1997.

EMCO/COMSOURCE, INC.

By: Alan R. Plassche  
Name: Alan R. Plassche  
Title: Chief Executive Officer

Attest: Donna K. Campbell  
Name: Donna K. Campbell  
Title: Assistant Secretary

CORPORATE SEAL

DMA\PCDOCS\ATL\150337\1

CORPORATE ACKNOWLEDGEMENT

STATE OF GEORGIA }

} SS

COUNTY OF FULTON }

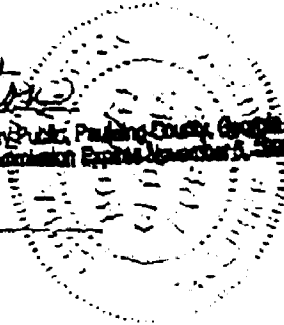
Be it remembered that on this 15<sup>th</sup> day of October, 1997, personally appeared before me, the subscriber, a Notary Public in and for the County and State aforesaid, Alan R. Plassche, Chief Executive Officer of EMCO/ComSource, Inc., a Delaware corporation (the "Corporation"), on whose behalf the foregoing Certificate of Amendment of Amended and Restated Certificate of Incorporation was executed, known to me personally to be such and acknowledged such instrument to be his act and deed, and the act and deed of said Corporation, and that the facts stated therein are true; and the signature of the said Chief Executive Officer is in his own proper handwriting; and the seal affixed thereto is the common or corporate seal of the said Corporation.

Given under my hand and seal of office, the day and year aforesaid.

*Linda J. Norton*  
Notary Public

Notary Public, Paulding County, Georgia  
My Commission Expires November 2, 2000

My Commission Expires: \_\_\_\_\_



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