



01-08-1999

01-15-1999

U.S. Patent & TMO/c: TM Mail Rc

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100942632

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

- New
- Resubmission (Non-Recordation)
Document ID #
- Correction of PTO Error
Reel # Frame #
- Corrective Document
Reel # Frame #

Conveyance Type

- Assignment License
- Security Agreement Nunc Pro Tunc Assignment
- Merger
Effective Date
Month Day Year
- Change of Name
- Other

Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year
9/24/98

Name

Formerly

- Individual General Partnership Limited Partnership Corporation Association
- Other
- Citizenship/State of Incorporation/Organization

Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AKA/TA

Composed of

Address (line 1)

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City State/Country Zip Code

- Individual General Partnership Limited Partnership Corporation Association
 - Other
- If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment)

Citizenship/State of Incorporation/Organization

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01/15/1999 SBURNS 00000065 500637 75560753

01 FC:481 40.00 CH
02 FC:482 40.00 CH

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Mail documents to be recorded with required cover sheet(s) information to:
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Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name

Address (line 1)

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Address (line 3)

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Correspondent Name and Address

Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

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Pages

Enter the total number of pages of the attached conveyance document including any attachments.

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Trademark Application Number(s) or Registration Number(s)

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)			Registration Number(s)		
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<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
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Number of Properties

Enter the total number of properties involved.

#

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41):

\$

Method of Payment:

Enclosed

Deposit Account

Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number:

#

Authorization to charge additional fees:

Yes

No

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. Charges to deposit account are authorized, as indicated herein.

Barbara L. Friedman

Name of Person Signing

Signature

Date Signed

FEDERAL TRADEMARKS OWNED
BY AGRILINK FOODS, INC.

TRADEMARK	APPLN. NO.	APPLN. DATE	REG. NO.	REG. DATE	INTL. CLASS	FIRST USE ANYWHERE	FIRST USE INTERSTATE	AFFID. DATE	RENEWAL DATE	STATUS
ANY TIME *	73/560,753	9-30-85	1,420,280	12-9-86	29	1935	1935	5-19-92		Registered Sec. 8 & 15 Accepted
BORDER BLASTERS *	75/021,880	11-20-95	2,078,057	7-8-97	29	12-8-95	2-11-97			Registered
DINNER MAKEOVER *	75/077,580	3-25-96	2,096,811	9-16-97	29	9-95	9-95			Registered
FAMILY RECIPE *	75/089,655	4-17-96	2,071,490	6-17-97	29	9-1-96	9-1-96			Registered
FOIL-LOCK PROTECTS FLAVOR & DESIGN *	75/077,866	3-25-96	2,115,223	11-25-97	29	3-11-96	3-11-96			Registered
FRESHLIKE *	72/074,425	5-25-59	700,259	6-28-60	29	5-9-34	5-9-34		6-28-80	Renewed
FRESHLIKE *	74/044,005	3-30-90	1,630,214	1-1091	29	11-86	11-86	9-23-96		Registered Sec. 8 & 15 Accepted
FRESHLIKE PASTA COMBOS *	74/651,296	3-24-95	2,020,238	12-3-96	29	7-22-95	7-22-95			Registered
FRESHLIKE PASTA COMBOS (Stylized) *	74/655,478	4-3-95	2,009,560	10-22-96	29	7-22-95	7-22-95			Registered
FRESHLIKE (Stylized) *	72/296,029	4-19-68	872,271	7-1-69	29	3-25-68	3-25-68		7-1-89	Renewed
FRESHLIKE F * DESIGN *	73/521,549	2-11-85	1,364,719	10-8-85	29	9-14-84	9-14-84	2-4-91		Registered Sec. 8 & 15 Accepted
FRESH-LITE *	73/387,802	9-23-82	1,269,405	3-6-84	29	7-16-82	7-16-82	9-15-89		Registered Sec. 8 & 15 Accepted

FEDERAL TRADEMARKS OWNED
BY AGRILINK FOODS, INC.

TRADEMARK	APPLN. NO.	APPLN. DATE	REG. NO.	REG. DATE	INTL CLASS	FIRST USE ANYWHERE	FIRST USE INTERSTATE	AFF'D DATE	RENEWAL DATE	STATUS
FRESH TASTE *	73/388,021	9-23-82	1,271,985	3-27-84	29	4-17-38	4-17-38	10-27-89		Registered Sec. 8 & 15 Accepted
GOLD COAST *	73/561,445	9-30-85	1,413,520	10-14-86	29	1974	1974	3-16-92		Registered Sec. 8 & 15 Accepted
GREEN BAY (Stylized) *	71/360,230	1-14-35	325,372	6-18-35	29	1-1-1894	1-1-1894		6-18-95	Renewed
KING KORN *	72/353,020	3-4-70	918,632	8-17-71	29	10-31-41	10-31-41		8-17-91	Renewed
LARSEN (Stylized) *	71/624,037	1-24-52	564,768	9-30-52	29	1-2-1893	1-2-1893		9-30-92	Renewed
LARSEN *	72/074,427	5-25-59	692,529	2-2-61	29	1-2-1893	1-2-1893		2-2-80	Renewed
OLD FASHIONED ITALIANO *	73/175,051	6-19-78	1,197,083	6-1-82	29	3-20-78	3-20-78	9-24-88 Sec. 8		Registered Supplemental
PASTA COMBOS *	75/209,003	12-5-96			29	7-22-95	7-22-95			Pending Final Refusal Mailed
PASTA SECRETS *	74/653,280	3-29-95	2,000,418	9-10-96	29	7-26-95	7-26-95			Registered
RANCHO FIESTA *	73/615,013	8-15-86	1,435,860	4-7-87	29	11-1-80	12-15-80	9-29-92		Registered Sec. 8 & 15 Accepted
RANCHO FIESTA STYLE & DESIGN *	73/485,722	6-18-84	1,386,171	3-11-86	29	11-1-80	12-15-80	9-3-91		Registered Sec. 8 & 15 Accepted
RED LODGE & DESIGN *	73/794,528	4-20-89	1,616,880	10-9-90	29	1-1-63	1-1-63	9-19-96		Registered Sec. 8 & 15 Accepted
SLIDE ORDER SAMPLER *	74/211,608	10-8-91	1,796,026	9-28-93	30	11-16-92	11-16-92			Registered

FEDERAL TRADEMARKS OWNED
BY AGRILINK FOODS, INC.

TRADEMARK	APPLN. NO.	APPLN. DATE	REG. NO.	REG. DATE	INT'L CLASS	FIRST USE ANYWHERE	FIRST USE INTERSTATE	AFFD DATE	RENEWAL DATE	STATUS
SIDE ORDERS *	75/215,854	12-19-96			29					Allowed-ITU 1st Ext. Filed
TABLE PRIDE *	73/560,866	9-30-85	1,394,230	5-20-86	29	3-23-54	3-23-54	10-21-91		Registered Sec. 8 & 15 Accepted
THE FRESH LOOK FOR VEGETABLES *	75/077,692	3-25-96	2,098,838	9-23-97	29	9-95	9-95			Registered
TOY TOWN *	72/074,426	5-25-59	692,528	2-2-60	29	5-28-25	5-28-25		2-2-80	Renewed
VEG-ALL *	74/147,684	3-14-91	1,670,404	12-31-91	29	1933	1933	3-14-97		Registered Sec. 8 & 15 Accepted
VEG-ALL *	73/388,044	9-23-82	1,274,455	4-17-84	29	7-16-82	8-31-82	9-16-89		Registered Sec. 8 & 15 Accepted
VEG-ALL (Stylized) *	72/296,027	4-19-68	866,525	3-11-69	29	3-25-68	3-25-68		3-11-89	Renewed
VOILA! *	75/401,271	12-8-97			29					Pending-ITU Non-Final Action Mailed

FILING RECEIPT

=====

ENTITY NAME: AGRILINK FOODS, INC.

DOCUMENT TYPE: MERGER (DOM. BUSINESS)

COUNTY: MONR

SERVICE COMPANY: NATIONWIDE INFORMATION SERVICES, INC.

SERVICE CODE: 27

CONSTITUENT NAME: DEAN FOODS VEGETABLE COMPANY, INC.

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FILED:09/24/1998 DURATION:***** CASH#:980924000672 FILM #:980924000654

ADDRESS FOR PROCESS

EFFECT DATE

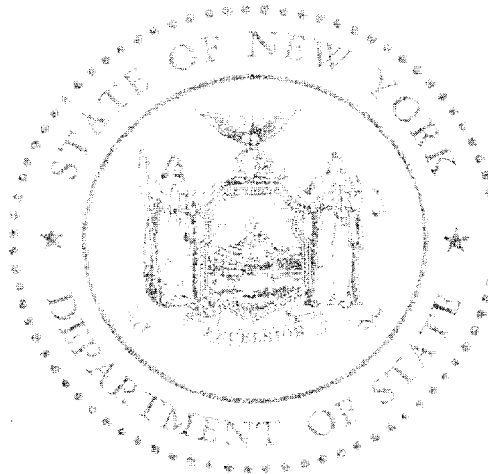
09/24/1998

REGISTERED AGENT



01-08-1999

U.S. Patent & TMO/c/TM Mail Rcpt Dt. #26



=====	FILER	FEES	95.00	PAYMENTS	95.00
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	HARRIS BEACH & WILCOX, LLP	FILING :	60.00	CASH :	0.00
	THE GRANITE BUILDING	TAX :	0.00	CHECK :	0.00
	130 EAST MAIN STREET	CERT :	0.00	BILLED:	95.00
	ROCHESTER, NY 14604	COPIES :	10.00		
		HANDLING:	25.00		
				REFUND:	0.00

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DOS-1025 (11/89)

TRADEMARK

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State of New York }
Department of State }^{ss:}

I hereby certify that the annexed copy has been compared with the original document in the custody of the Secretary of State and that the same is a true copy of said original.

Witness my hand and seal of the Department of State on

SEP 28 1998



A handwritten signature in black ink, appearing to read "J. Leach", is written over a horizontal line.

Special Deputy Secretary of State

DOS-1266 (5/96)

9980924000654

**CERTIFICATE OF MERGER
OF
DEAN FOODS VEGETABLE COMPANY, INC.
INTO
AGRILINK FOODS, INC.**

Under Section 905 of the Business Corporation Law

The undersigned, being officers of AGRILINK FOODS, INC. hereby certify:

1. The names of the constituent corporations are: DEAN FOODS VEGETABLE COMPANY, INC. and AGRILINK FOODS, INC. AGRILINK FOODS, INC. was formed under the name of CURTICE-BURNS, INC

2. DEAN FOODS VEGETABLE COMPANY, INC. shall be merged into AGRILINK FOODS, INC., which shall be the Surviving Corporation.

3 (a) The authorized capital stock of DEAN FOODS VEGETABLE COMPANY, INC. consists of 3,000 common shares, with a par value of \$.01 per share, of which 1,000 shares are outstanding and entitled to vote and owned by the Surviving Corporation. The number of outstanding shares is not subject to change prior to the Effective Date.

(b) The authorized capital stock of AGRILINK FOODS, INC. consists of 10,000 common shares, with a par value of \$.01 per share, of which 10,000 shares are outstanding and entitled to vote. The number of outstanding shares is not subject to change prior to the Effective Date.


4. The merger was authorized by the adoption of a Plan of Merger by the Board of Directors of the parent corporation, AGRILINK FOODS, INC. The merger is permitted by the laws of the jurisdiction of the foreign corporation, DEAN FOODS VEGETABLE COMPANY, INC., and is in compliance therewith.


1

5. The Certificate of Incorporation of DEAN FOODS VEGETABLE COMPANY, INC. was filed by the Wisconsin Department of State on ~~October~~ 13, 1925. The foreign corporation filed an application for authority to do business in New York State on May 16, 1994. The Certificate of Incorporation of AGRILINK FOODS, INC. was filed by the New York Department of State on January 16, 1961.

IN WITNESS WHEREOF, we have signed this Certificate of Merger this 24th day of September, 1998 and hereby affirm the truth of the statements contained herein under penalty of perjury.

AGRILINK FOODS, INC.

By: 
 Dennis M. Mullen, President
 and Chief Executive Officer

By: 
 William D. Rice, Secretary

2

980924000654

**CERTIFICATE OF MERGER
OF
DEAN FOODS VEGETABLE COMPANY, INC.
INTO
AGRILINK FOODS, INC.**

Under Section 905 of the Business Corporation Law

ICC
STATE OF NEW YORK
DEPARTMENT OF STATE
FILED SEP 24 1998
TAXES
BY: JAK
Manno

BILLED TO NIS-27

**HARRIS BEACH & WILCOX, LLP
The Granite Building
180 East Main Street
Rochester, New York 14604**

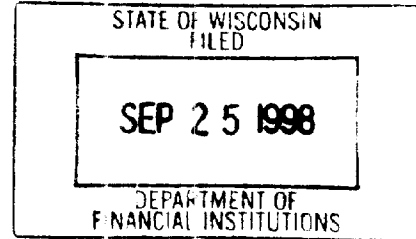
3

980924000672

STATE OF WISCONSIN
DEPARTMENT OF FINANCIAL INSTITUTIONS

8 SEP 24 AM 11:35

ARTICLES OF MERGER
OF
DEAN FOODS VEGETABLE COMPANY
AND
AGRILINK FOODS, INC.



To the Department
of Financial Institutions
State of Wisconsin

Pursuant to the provisions of the Wisconsin Business Corporation Law governing the merger of a domestic wholly-owned subsidiary business corporation into its foreign parent business corporation, the foreign parent business corporation hereinafter named does hereby submit the following Articles of Merger.

1. The name of the subsidiary corporation, which is a business corporation organized under the laws of the State of Wisconsin, and which is subject to the provisions of the Wisconsin Business Corporation Law, is DEAN FOODS VEGETABLE COMPANY.

2. The name of the parent corporation, which is a business corporation organized under the laws of the State of New York, is AGRILINK FOODS, INC.

3. The number of outstanding shares of DEAN FOODS VEGETABLE COMPANY is 1,000, all of which are of one class, and all of which are owned by AGRILINK FOODS, INC

4. The following is the Plan of Merger for merging DEAN FOODS VEGETABLE COMPANY into AGRILINK FOODS, INC. as approved by resolution of the Board of Directors of AGRILINK FOODS, INC.

"1. AGRILINK FOODS, INC., which is a business corporation of the State of New York and is the parent corporation and the owner of all of the outstanding shares of DEAN FOODS VEGETABLE COMPANY, which is a business corporation of the State of Wisconsin and the subsidiary corporation, hereby merges DEAN FOODS VEGETABLE COMPANY into AGRILINK FOODS, INC. pursuant to the provisions of the Wisconsin Business Corporation Law and pursuant to the provisions of the laws of the jurisdiction of organization of AGRILINK FOODS, INC.

2. The separate existence of DEAN FOODS VEGETABLE COMPANY shall cease at the effective time and date of the merger pursuant to the provisions of the Wisconsin Business Corporation Law; and AGRILINK FOODS, INC. shall continue its existence as the surviving corporation pursuant to the provisions of the laws of the jurisdiction of its organization.

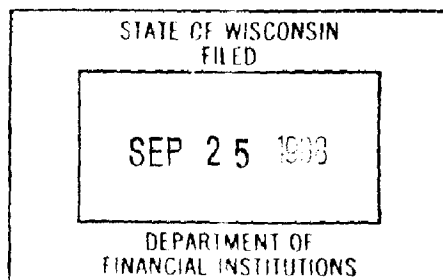
3. The issued shares of DEAN FOODS VEGETABLE COMPANY shall not be converted in any manner, but each said share which is issued as of the effective time and date of the merger shall be surrendered and extinguished.

4. The Board of Directors and the proper officers of AGRILINK FOODS, INC. are hereby authorized, empowered, and directed to do any and all acts and things, and to make, execute, deliver, file, and/or record any and all instruments, papers, and documents which shall be or become necessary, proper or convenient to carry out or put into effect any of the provisions of this Plan of Merger or of the merger herein provided for."

5. AGRILINK FOODS, INC. is the owner of all of the issued shares of DEAN FOODS VEGETABLE COMPANY, and AGRILINK FOODS, INC. waived the mailing of a copy of the Plan of Merger in writing.

6. Shareholder approval was not required. The plan of merger was approved in respect of DEAN FOODS VEGETABLE COMPANY in accordance with the provisions of Sections 180.1101, 180.1104, 180.1105, and 180.1107 of the Wisconsin Business Corporation Law.

7. The laws of the jurisdiction of organization of AGRILINK FOODS, INC. permit a merger of a wholly-owned subsidiary business corporation of another jurisdiction into a parent business corporation of the jurisdiction of organization of AGRILINK FOODS, INC.; and the merger of DEAN FOODS VEGETABLE COMPANY into AGRILINK FOODS, INC. is in compliance with the laws of the jurisdiction of organization of AGRILINK FOODS, INC.



WI BC D--ARTICLES OF MERGER S>P D>F 11/97-2 (WIDSINFP)

TRADEMARK
REEL: 1841 FRAME: 0397

Executed on September 24, , 1998.

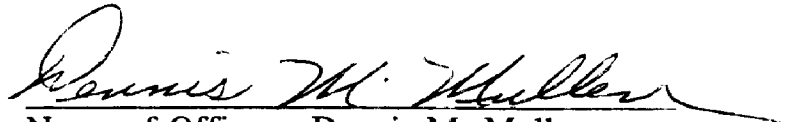
DEAN FOODS VEGETABLE COMPANY



Name of Officer: Dennis M. Mullen

Title of Officer: President

AGRILINK FOODS, INC.

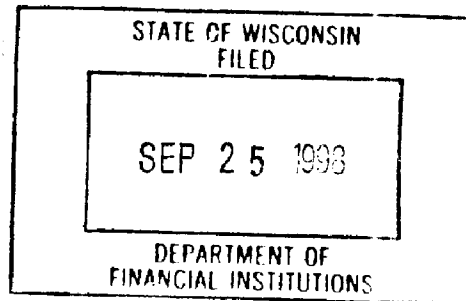


Name of Officer: Dennis M. Mullen

Title of Officer: President and
Chief Executive Officer

This document was drafted by:

Harris Beach & Wilcox, LLP
Attention: David M. Mehalick, Esq.
Address: 130 East Main Street
Rochester, New York 14604



WI BC D-:ARTICLES OF MERGER S>P D>F 11/97-3 (WIDSINFP)

RECORDED: 01/08/1999

TRADEMARK
REEL: 1841 FRAME: 0398