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RECORDATION FORM COVER SHEET  
TRADEMARKS ONLY

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

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)

Address (line 2)

Address (line 3)

City State/Country Zip Code

Individual  General Partnership  Limited Partnership  Corporation  Association

Other

Citizenship/State of Incorporation/Organization

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.)

FOR OFFICE USE ONLY

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Mail documents to be recorded with required cover sheet(s) information to:  
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TRADEMARK  
REEL: 1845 FRAME: 0925

**Domestic Representative Name and Address**

Enter for the first Receiving Party only.

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Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

**Correspondent Name and Address**

Area Code and Telephone Number

901-543-8000

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

**Pages**

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

#

**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)**

<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="1785705"/>	<input type="text" value="835209"/>	<input type="text" value="1829928"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="1784288"/>	<input type="text" value="2023366"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="666081"/>	<input type="text" value="1740557"/>	<input type="text"/>

**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.

Sara A. Benin

January 6, 1999

Name of Person Signing

Signature

Date Signed

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 MERGER, WHICH MERGES:

"OSCEOLA FOODS, INC.", A ARKANSAS CORPORATION, WITH AND INTO "OSCEOLA FOODS, INC." UNDER THE NAME OF "OSCEOLA FOODS, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-NINTH DAY OF DECEMBER, A.D. 1998, AT 10 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE FIRST DAY OF JANUARY, A.D. 1999.



*Edward J. Freel*  
Edward J. Freel, Secretary of State

2982897 8100M  
981491707

AUTHENTICATION: 9499639  
DATE: 12-31-98

**CERTIFICATE OF MERGER  
OF OSCEOLA FOODS, INC. (AR)  
INTO  
OSCEOLA FOODS, INC. (DE)**

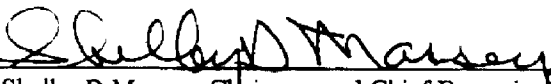
(PURSUANT TO SECTION 252 OF THE GENERAL  
CORPORATION LAW OF THE STATE OF DELAWARE)

THE UNDERSIGNED CORPORATION HEREBY CERTIFIES THAT:

1. The name and state of incorporation of each of the constituent corporations are:
  - (a) Osceola Foods, Inc., a Delaware corporation; and
  - (b) Osceola Foods, Inc., an Arkansas corporation
2. An Agreement and Plan of Merger has been approved, adopted, certified, executed and acknowledged on December 26, 1998, by Osceola Foods, Inc. (AR) and by Osceola Foods, Inc. (DE), in accordance with the provisions of Section 252 of the General Corporation Law of the State of Delaware and Section 4-27-1101 of the Arkansas Business Corporation Code.
3. The name of the surviving corporation is Osceola Foods, Inc. (DE)
4. The certificate of incorporation of Osceola Foods, Inc. (DE) shall be the certificate of incorporation of the surviving corporation.
5. The surviving corporation is a corporation of the State of Delaware.
6. The executed Agreement and Plan of Merger is on file at the principal place of business of Osceola Foods, Inc. (DE) at 710 N. Pearl Street, Osceola, Arkansas 72370.
7. A copy of the Agreement and Plan of Merger will be furnished by Osceola Foods, Inc. (DE), on request and without cost, to any stockholder of Osceola Foods, Inc. (AR) or Osceola Foods, Inc. (DE).
8. The authorized capital stock of Osceola Foods, Inc. (DE) is 10,000 shares of common stock, with par value of \$1.00 per share.
9. The authorized capital stock of Osceola Foods, Inc. (AR) is 1,000 shares of voting common stock, with no par value.
10. The Agreement and Plan of Merger shall be effective as of January 1, 1999.

IN WITNESS WHEREOF, the undersigned corporation has caused this Certificate of Merger to be executed on the 26<sup>th</sup> day of December, 1998.

**OSCEOLA FOODS, INC., a Delaware Corporation**

By:   
Shelby D Massey, Chairman and Chief Executive Officer