

02-03-1999



FORM PTO-1594

SHEET

U.S. DEPARTMENT OF COMMERCE

1-31-92

100956256

TRADEMARK ONLY

Patent and Trademark Office

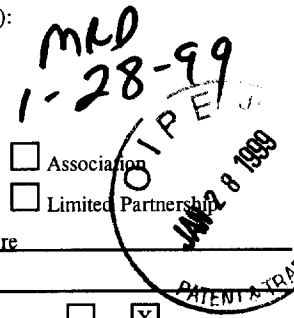
To the Honorable Commissioner of Patents and Trademarks: Please record the attached original document or certified copy thereof.

1. Name of conveying Party(ies):

KARP'S INC.

- Individual(s)
- General Partnership
- Corporation-State Delaware
- Other _____

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



2. Name and Address of receiving Party(ies):

Name: BAKEMARK INGREDIENTS (EAST) INC.

Internal Address: _____

Street Address: 1301 Estes Avenue

City: Elk Grove Village State: IL Zip: 60007

- Individual(s) citizenship _____
- Association _____
- General Partnership _____
- Limited Partnership _____
- 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

3. Nature of conveyance:

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

Execution Date: December 29, 1998

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

SEE ATTACHED SHEET OF TRADEMARK PROPERTIES

Additional sheet attached? Yes No

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

Elizabeth M. Leasure
Coudert Brothers
1627 I Street, N.W.
Washington, DC 20006
Tel. 202-775-5100

Attorney Docket No. CSM 13239-07

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 No.: 03-3370

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.

Elizabeth M. Leasure
Name of Person Signing

Elizabeth M. Leasure January 28, 1999
Signature Date

Total number of pages including cover sheet, attachments, and document: FOUR (4)

02/02/1999 SBURNS 00000101 2198608

01 FC:481
02 FC:482

40.00 OP
350.00 OP

TRADEMARK
REEL: 1854 FRAME: 0610

SCHEDULE A

A. Registered Marks

<u>Marks</u>	<u>Registration #</u>	<u>Registration Date</u>
CHOCOMUNGUS	2,198,608	October 20, 1998
EUROPA GOLD	2,146,451	March 24, 1998
WOODBINE COTTAGE DOWN HANDMADE EAST	2,066,926	June 3, 1997
WOODBINE COTTAGE	2,066,925	April 20, 1996
TWICE-AS-MOIST	2,011,099	October 22, 1996
EURO AMERICAN	1,924,771	October 3, 1995
SCOOP-N-BAKE	1,857,826	October 11, 1994
ENLITENED CONCERNS	1,863,853	November 22, 1994
NIBBLENIKS	1,917,390	September 5, 1995
GLORIOUS MORNING	1,434,885	March 31, 1987
KARP'S SCOOP-N-BAKE	1,462,118	October 20, 1987
MURRAY'S	1,265,187	January 24, 1984
BESTOVALL	1,256,272	November 1, 1983
KARP'S	1,183,156	December 22, 1981
OLD HONESTY	171,380	August 7, 1923

State of Delaware
Office of the Secretary of State

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 "KARP'S INC.", CHANGING ITS NAME FROM "KARP'S INC." TO "BAKEMARK INGREDIENTS (EAST) INC.", FILED IN THIS OFFICE ON THE TWENTY-NINTH DAY OF DECEMBER, A.D. 1998, AT 4:30 O'CLOCK P.M.

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



A handwritten signature in cursive script, reading "Edward J. Freel".

Edward J. Freel, Secretary of State

2691359 8100

981507418

AUTHENTICATION: 9495300

DATE: 12-30-98

TRADEMARK
REEL: 1854 FRAME: 0612

CERTIFICATE OF AMENDMENT
OF
CERTIFICATE OF INCORPORATION
OF
KARP'S INC.

Karp's Inc., a Delaware corporation (the "Corporation"), DOES HEREBY CERTIFY:

FIRST: That all the Directors of the Corporation, by written consent filed with the minutes of the Board, adopted a resolution proposing and declaring advisable the following amendment to the Certificate of Incorporation of the Corporation:

RESOLVED, that Article **FIRST** of the Certificate of Incorporation of the Corporation be amended to read in its entirety:

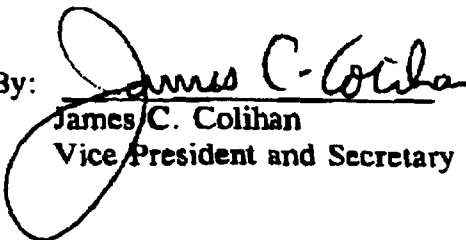
"The name of the corporation is **BakeMark Ingredients (East) Inc.**"

SECOND: That in lieu of a meeting and vote of stockholders, the sole stockholder has given its unanimous written consent in accordance with the provisions of Section 228 of the General Corporation Law of the State of Delaware.

THIRD: That the aforesaid amendment was duly adopted in accordance with the applicable provisions of Section 242 of the General Corporation law of the State of Delaware.

IN WITNESS WHEREOF, Karp's Inc. has caused this certificate to be signed this 29th day of December, 1998.

KARP'S INC.

By: 
 James C. Colihan
 Vice President and Secretary