

RECORD  
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05-10-1999



101032627

Our Ref.: 21730-02-0040

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

ATTN: BOX ASSIGNMENT

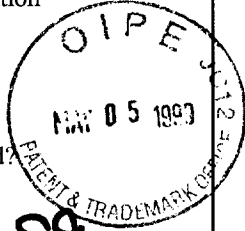
1. Name of conveying party(ies): EL-GE Potato Chip Company, Inc.  
A Delaware corporation

2. Name and address of receiving party(ies):

Name: New EL-GE Corporation  
A Delaware corporation

Street Address:  
1120 Zinn Quarry Road

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



5.5.99

3. Nature of conveyance:

Assignment  Merger  
 Security Agreement  Change of Name  
 Other \_\_\_\_\_

City: York State: PA Zip: 17404  
Domestic Representative designation attached?  Yes  No

Additional name(s) & address(es) attached?  
 Yes  No

Effective Date: August 22, 1994 Execution Date: August 22, 1994

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

1,453,346 686,975  
1,598,833 1,479,787

Additional numbers attached:  Yes  No

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

Name: A. J. Zottola, Esq.

Internal Address: Morgan, Lewis & Bockius LLP  
Attn: TMSU

Street Address: 1800 M Street, N.W.  
City: Washington State: DC Zip: 20036

6. Total number of applications and trademarks involved: 4

7. Total fee (37 C.F.R §3.41): \$115.00  
 Enclosed  
 Authorized to be charged to deposit account 13-4520  
 Debit insufficiency or credit over payment to Deposit Account No. 13-4520

8. Deposit account number: 13-4520  
Attach duplicate of page if paying by deposit account

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.

A. J. Zottola  
Name of Person Signing

Signature

5/5/99  
Date

05/07/1999 JSHABAZZ 00000071 1453346

Total number of pages including cover sheet, attachments and documents: 5

01 FC:481 40.00 OP  
02 FC:482 75.00 OP



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 OWNERSHIP, WHICH MERGES:

"EL-GE POTATO CHIP COMPANY, INC.", A DELAWARE CORPORATION, WITH AND INTO "NEW EL-GE CORPORATION" UNDER THE NAME OF "NEW EL-GE CORPORATION", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-SECOND DAY OF AUGUST, A.D. 1994, AT 4:30 O'CLOCK P.M.



*Edward J. Freel*

Edward J. Freel, Secretary of State

2255995 8100M

AUTHENTICATION: 9542661

991032079

DATE: 01-26-99

TRADEMARK  
REEL: 1894 FRAME: 0506



surviving corporation (the "Surviving Corporation"), and the Surviving Corporation, without further action, shall possess all the rights, privileges, powers and franchises, public and private, of both the Corporation and El-Ge and shall be subject to all the debts, liabilities, obligations, restrictions, disabilities and duties of both the Corporation and El-Ge;

RESOLVED, that the Certificate of Incorporation and By-laws of the Corporation, as in effect immediately prior to the Effective Time, shall be the Certificate of Incorporation and By-laws of the Surviving Corporation until thereafter amended as provided by law or such Certificate of Incorporation;

RESOLVED, that, at the Effective Time, each share of the Common Stock, par value \$.01 per share, of El-Ge which is issued and outstanding immediately prior to the Effective Time, shall be deemed cancelled;


RESOLVED, that, at the Effective Time, each share of the Common Stock, par value \$.01 per share, of the Corporation which is issued and outstanding immediately prior to the Effective Time, shall remain outstanding following the Effective Time;

RESOLVED, that the directors and officers of the Corporation as of the Effective Time shall be the directors and officers of the Surviving Corporation, until their successors are duly elected or appointed; and


RESOLVED, that the proper officers of the Corporation be, and each of them acting alone hereby is, authorized to take all actions and to prepare, execute, deliver and file all agreements, instruments, documents and certificates in the name and on behalf of the Corporation, and under its corporate seal or otherwise, and to pay all such fees and expenses as they, or any one of them, may deem necessary, proper or advisable in order to effect the Merger.

IN WITNESS WHEREOF, the Corporation has caused this Certificate of Ownership and Merger to be signed by John S. Wilcha, its Chairman of the Board and Chief Executive Officer, and attested by Stephen B. Nett, its Assistant Secretary, as of this twenty-second day of August, 1994.

NEW EL-GE CORPORATION

By:   
John S. Wilcha  
Chairman of the Board and  
Chief Executive Officer

ATTEST:

  
Stephen B. Nett  
Assistant Secretary

SEMIANYS