

NRD
578-99

05-19-1999

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To the Hon. Commissioner of Patents and Trademarks:

101040629

copy thereof.

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

BELAE BRANDS, L.L.C.

Name: **ANRICO, L.L.C.**

- Individual
- General Partnership
- Corporation
- Other Arizona Limited Liability Company

- Association
- Limited Partnership

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

Internal Address: _____
Street Address: 2510 West Dunlap Avenue
Suite 425
City: Phoenix State: AZ
Zip: 85021

- Individual(s) citizenship _____
 - Association
 - General Partnership - State ()
 - Limited Partnership - State ()
 - Corporation-State (Delaware)
 - Other Arizona Limited Liability Company
- If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
(Designation must be separate from Assignment)
Additional name(s) & address(es) attached: Yes No

3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: December 7, 1998

4. Application number(s) or registration number(s):
A. Application No.(s)
75/453,183 75/453,322
75/453,184 75/453,323
75/453,324
Additional numbers attached? Yes No

B. Registration No.(s)
6. Total number of applications and registrations involved: 5
7. Total Fee (37 CFR 3.41)
\$ 140.00
 Enclosed
 Charge deficiency or credit overpayment to:
8. Deposit Account No. 22-4467

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: Susan Stone Rosenfield
Address: BRYAN CAVE LLP
Two North Central Avenue
Suite 2200
Phoenix, Arizona 85004-4406
Telephone: (602) 364-7000

Per Assignment Division directive, a duplicate of this page is not attached

(05/18/1999 NTHA11 00000142 75453183
03 FC:481 40.00 BP
04 FC:482 100.00 BP)

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.

Susan Stone Rosenfield
Name of Person Signing

Signature

May 12, 1999
Date

Total number of pages submitted: 3

EXPEDITED
AZ CORP COMMISSION
FILED

AMENDMENT OF ARTICLES OF ORGANIZATION

DEC 11 2 33 PM '98

Pursuant to the provisions of the Arizona Limited Liability Company statutes, the Articles of Organization shall be amended as set forth herein:

APPR Lette Hawkins
TERM 12-15-98
DATE ---

L-08227746

1) EXACT NAME:

Belae Brands, L.L.C.

2) DATE THE INITIAL ARTICLES OF ORGANIZATION WERE FILED:

November 3, 1997

3) THE FOLLOWING ARTICLE NUMBER(S) Article One
CONTAINED IN THE ORIGINAL ARTICLES OR AMENDMENT THERETO IS/ARE
HEREBY AMENDED AS FOLLOWS:

1. NAME: The name of the limited liability company shall be Anrico, L.L.C. (the

"Company")

Under penalties of perjury, I declare this Amendment to be, to the best of my knowledge and belief, true and correct.

Signed by:

Andrew S. Patti

DATE December 7, 1998

Printed Name:

Andrew S. Patti
(x) Member () Manager



JIM IRVIN
COMMISSIONER-CHAIRMAN

RENZ D. JENNINGS
COMMISSIONER

CARL J. KUNASEK
COMMISSIONER
December 15, 1998

ARIZONA CORPORATION COMMISSION

JACK ROSE
EXECUTIVE SECRETARY

JOANNE C. MACDONNELL
DIRECTOR, CORPORATIONS DIVISION

Susan Malone
2 N Central Ave #2200
Phoenix, AZ 85004-4406

RE: Anrico, L.L.C.

We are pleased to notify you that your Articles of
Amendment/Restated Articles of Organization were filed
on December 11, 1998.

If the publication box below has been checked, you must publish a
copy of the Articles of Amendment/Restated Articles WITHIN SIXTY
(60) DAYS from the filing date noted above. The publication must
be published in a newspaper of general circulation in the *SEE
BELOW county of the known place of business, for three
consecutive publications.

An Affidavit from the newspaper, evidencing such publication,
must be delivered to the Commission for filing WITHIN NINETY (90)
DAYS from the filing date noted above.

If you have any questions or need further information, please
contact us at (602) 542-3135 or Toll Free (Arizona resident only)
at 1-800-345-5819.

MUST BE PUBLISHED
(XX)

Very truly yours,

Lottie Hawkins
Examiner
Corporate Filings
Corporations Division

** PLEASE-NOTE

You are not required to publish the
Member changes.

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L:17
Rev. 7/94

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