

06-18-1999



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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  
7 1 1998

Change of Name

Other \_\_\_\_\_

Conveying Party

Mark if additional names of conveying parties attached

Name AurFoods Operating Co. Inc. Execution Date  
Month Day Year  
7 1 1998

Formerly Aurora Foods Inc.

Individual  General Partnership  Limited Partnership  Corporation  Association

Other \_\_\_\_\_

Citizenship/State of Incorporation/Organization Delaware

Receiving Party

Mark if additional names of receiving parties attached

Name Aurora Foods Inc.

DBA/AKA/TA \_\_\_\_\_

Composed of AurFoods Operating Co. Inc., Aurora Foods Holdings Inc., Van de Kamp's Inc. and VDK Holdings, Inc.

Address (line 1) 456 Montgomery Street

Address (line 2) Suite 2200

Address (line 3) San Francisco California 94104  
City State/Country Zip Code

Individual  General Partnership  Limited Partnership  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.)

Corporation  Association

Other \_\_\_\_\_

Citizenship/State of Incorporation/Organization Delaware

06/17/1999 DNGUYEN 00000330 722714

01 FC:481 40.00 OP

02 FC:482 225.00 OP

FOR OFFICE USE ONLY

Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

Mail documents to be recorded with required cover sheet(s) information to:  
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231

**Domestic Representative Name and Address**

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

**Correspondent Name and Address**

Area Code and Telephone Number

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"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>

<input type="text" value="See"/>	<input type="text" value="attached"/>	<input type="text" value="schedule"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<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.

Barbara Bauer

Name of Person Signing

Signature

6/15/99

Date Signed

**TRADEMARK SCHEDULE (marks to be assigned)**

<b><u>Trademark</u></b>	<b><u>Registration Number</u></b>
MRS. BUTTERWORTH'S	722,714
MRS. BUTTERWORTH'S	831,942
MRS. BUTTERWORTH'S	970,903
DESIGN ONLY	1,138,877
MRS. BUTTERWORTH'S	1,778,443
MRS. BUTTERWORTH'S	1,834,816
MRS. BUTTERWORTH'S	1,850,392
MRS. BUTTERWORTH'S	1,909,380
MRS. BUTTER-WORTH'S SYRUP COUNTRY BEST RECIPE MADE WITH CINNAMON & VANILLA	1,974,849
MRS. BUTTERWORTH'S	1,991,734

Office of the Secretary of State

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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:

"AURFOODS OPERATING CO. INC.", A DELAWARE CORPORATION,

"AURORA FOODS HOLDINGS INC.", A DELAWARE CORPORATION,

"VAN DE KAMP'S, INC.", A DELAWARE CORPORATION,

"VDK HOLDINGS, INC.", A DELAWARE CORPORATION,

WITH AND INTO "AURORA FOODS INC." UNDER THE NAME OF "AURORA FOODS INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE FIRST DAY OF JULY, A.D. 1998, AT 9 O'CLOCK A.M.



*Edward J. Freel*

Edward J. Freel, Secretary of State

AUTHENTICATION:

DATE:

9201902

07-17-98  
TRADEMARK

REEL: 001923 FRAME: 0072

2911079 8100M

981277592

FROM RICHARDS, LAYTON#10

(WED) 7. 1' 98. 10:09/ST. 10:09/NO. 26598787P 2

STATE OF DELAWARE  
DIVISION OF CORPORATIONS  
FILED 09:00 AM 07/01/1998  
981256185 - 2911079

**CERTIFICATE OF MERGER**

**OF**

**AURORA FOODS HOLDINGS INC.,**

**AURFOODS OPERATING CO. INC.,**

**VDK HOLDINGS, INC.**

**AND**

**VAN DE KAMP'S, INC.**

**WITH AND INTO**

**AURORA FOODS INC.**

\*\*\*\*\*

The undersigned corporation does hereby certify that:

**FIRST:** The constituent corporations to the merger (the "Merger") are Aurora Foods Holdings Inc., a Delaware corporation, AurFoods Operating Co., Inc., a Delaware corporation originally formed under the name Dartford SSC Acquisition Corp., VDK Holdings, Inc., a Delaware corporation, Van de Kamp's, Inc., a Delaware corporation, and Aurora Foods Inc., a Delaware corporation originally formed under the name A Foods Inc.

**SECOND:** An Agreement of Merger (the "Merger Agreement") was approved, adopted, certified, executed, and acknowledged by each of the constituent corporations in accordance with Section 251 of the General Corporation Law of the State of Delaware.

**THIRD:** The name of the surviving corporation is Aurora Foods Inc., a Delaware corporation.

**FOURTH:** The Certificate of Incorporation of Aurora Foods Inc. shall be the Certificate of Incorporation of the surviving corporation of the Merger.

**FIFTH:** The executed Merger Agreement is on file at the office of the surviving corporation at 456 Montgomery Street, Suite 2200, San Francisco, California 94104.

FROM RICHARDS. LAYTON#10

(WED) 7. 1' 98 10:09/ST. 10:08/NO. 4260596392 P 3

SIXTH: A copy of the Merger Agreement will be furnished by the surviving corporation, on request and without cost, to any stockholder of any of the constituent corporations.

IN WITNESS WHEREOF, the undersigned has executed this Certificate this 1st day of July, 1998.

AURORA FOODS INC.

By:   
Name: James B. Ardity  
Title: Vice-Chairman

04555.0011

RAO-37522.2

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