

6 23 99

07-07-1999



Docket No.:

DOA480/5-1, 5-2

Tab settings

To the Honorable Commissioner of Patent

101085823

Attached original documents or copy thereof.

1. Name of conveying party(ies):

Doane Products Company

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

Additional names(s) of conveying party(ies) Yes No

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

Name: Doane Pet Care Company

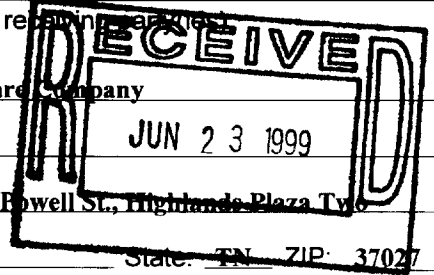
Internal Address:

Street Address: 103 Powell St., Highlands Plaza Ty

City: Brentwood State: TN ZIP: 37027

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State Delaware
- Other

If assignee is not domiciled in the United States, a domestic designation is Yes N
(Designations must be a separate document from
Additional name(s) & address(es) Yes N



3. Nature of conveyance:

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

Execution Date: 11/10/1998

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

A. Trademark Application No.(s)

75/531,821
75/531,854

Additional numbers

B. Trademark Registration No.(s)

Yes No

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

Name: John F. Woodson, II

Internal Address: Vinson & Elkins L.L.P.

Street Address: 2300 First City Tower

1001 Fannin Street

City: Houston State: TX ZIP: 77002

6. Total number of applications and registrations involved:.....

2

7. Total fee (37 CFR 3.41):.....\$ 65.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

22-0365

DO NOT USE THIS SPACE

07/06/1999 DNGUYEN 00000400 220365 75531821

01 FC:481 40.00 CH
02 FC:482 25.00 CH

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.

John F. Woodson, II

Name of Person Signing

John F. Woodson II

Signature

06/23/1999

Date

Total number of pages including cover sheet, attachments, and

2

**CERTIFICATE OF AMENDMENT OF
CERTIFICATE OF INCORPORATION
OF
DOANE PRODUCTS COMPANY**

Doane Products Company (the "Corporation"), a corporation organized and existing under the General Corporation Law of the State of Delaware (the "DGCL"), DOES HEREBY CERTIFY:

FIRST: That the Board of Directors of the Corporation pursuant to a duly convened special meeting of the Board, adopted a resolution proposing and declaring advisable the following amendment to the Corporation's Certificate of Incorporation (the "Amendment"):


Article First of the Certificate of Incorporation is hereby amended to provide in its entirety as follows:

"FIRST: the name of the Corporation is Doane Pet Care Company."

SECOND: This Amendment was duly adopted in accordance with Section 242 of the DGCL.

IN WITNESS WHEREOF, the Company has caused this Certificate to be signed by Thomas R. Heidenthal, its Senior Vice President and Chief Financial Officer, this 10th day of November, 1998.

DOANE PRODUCTS COMPANY



Thomas R. Heidenthal
Senior Vice President and
Chief Financial Officer

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STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 02:01 PM 11/10/1998
981432962 - 2545217

RECORDED: 06/23/1999

TRADEMARK
REEL: 001923 FRAME: 0607