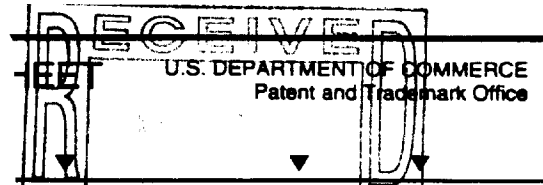


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08-24-1999



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To the Honorable Commissioner of Patents

Send original documents or copy thereof.

1. Name of conveying party(ies):

RISER ACQUISITION COMPANY

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

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

2. Name and address of receiving party(ies)

Name: RISER FOODS COMPANY

Internal Address: _____

Street Address: 5300 Richmond Road

City: Bedford Heights State: OH ZIP: 44146

- 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:

8-19-99

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

Execution Date: December 18, 1997

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

A. Trademark Application No.(s)

NONE

B. Trademark Registration No.(s)

904,799; 1,656,239; 1,657,105;
1,657,963; 1,658,346; and 1,658,403

Additional numbers attached? Yes No

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

Name: David V. Radack, Esquire

Internal Address: Eckert Seamans

Cherin & Mellott, LLC

Street Address: 600 Grant Street

44th Floor

City: Pittsburgh State: PA ZIP: 15219

6. Total number of applications and registrations involved: 6

7. Total fee (37 CFR 3.41).....\$ 165.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

02-2556

(Attach duplicate copy of this page if paying by deposit account)

08/23/1999 DCDATES 00000187 022556 904789

DO NOT USE THIS SPACE

165E

01 FC:441 40.00 CH
02 FC:482 125.00 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.

DAVID V. RADACK
Name of Person Signing

Signature

August 17, 1999

Date

5

Total number of pages including cover sheet, attachments, and document:

State of Delaware
Office of the Secretary of State

FC 1569
APPROVED

By ERV
Date 12-31-97
Amount 0

PAGE

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:

"RISER FOODS, INC.", A DELAWARE CORPORATION,

WITH AND INTO "RISER ACQUISITION COMPANY" UNDER THE NAME OF "RISER FOODS COMPANY", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-NINTH DAY OF DECEMBER, A.D. 1997, AT 9:33 O'CLOCK A.M.



Edward J. Freel

Edward J. Freel, Secretary of State

2830419 8100M

981241568

AUTHENTICATION:

9154895

DATE:

06-23-98

TRADEMARK

REEL: 001946 FRAME: 0680

CERTIFICATE OF MERGER
OF
RISER FOODS, INC.
INTO
RISER ACQUISITION COMPANY

The undersigned corporation

DOES HEREBY CERTIFY:

FIRST: That the names and states of incorporation of each of the constituent corporations of the merger are as follows:

| NAME | STATE OF INCORPORATION |
|---------------------------|------------------------|
| Riser Acquisition Company | Delaware |
| Riser Foods, Inc. | Delaware |

SECOND: That an agreement and plan of merger between the parties to the merger has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations and in accordance with the requirements of subsection (c) of Section 251 of the General Corporation Law of the State of Delaware.

THIRD: The name of the surviving corporation of the merger is Riser Acquisition Company, a Delaware corporation.

FOURTH: That the Certificate of Incorporation of Riser Acquisition Company, a Delaware corporation which is the surviving corporation, shall be the Certificate of Incorporation of the surviving corporation, with such amendment as is effected by the merger set forth in full as follows:

Article FIRST: The name of the corporation is RISER FOODS COMPANY.

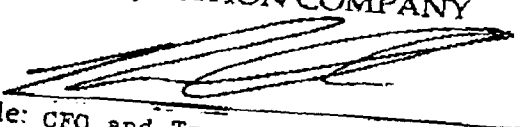
FIFTH: That the executed agreement and plan of merger is on file at the principal place of business of the surviving corporation. The address of said principal place of business is 5300 Richmond Road, Bedford Heights, Ohio 44146.

SIXTH: That a copy of the agreement and plan of merger will be furnished by the surviving corporation on request and without cost to any stockholder of any constituent corporation.

SEVENTH: This Certificate of Merger shall be effective on December 31, 1997 at 12:30 p.m. In no event, however, shall the merger provided for herein become effective prior to (i) the merger of American Seaway Foods, Inc. with and into Rini-Rego Supermarkets, Inc., (ii) the merger of 5300 Richmond Road Corp. with and into Rini-Rego Supermarkets, Inc., (iii) the merger of Environmental Electronics, Inc., Fisher Properties, Inc., Jax, Inc. and RCA Leasing, Inc. with and into Rini-Rego Supermarkets, Inc. and (iv) the merger of Rini-Rego Supermarkets, Inc. with and into Riser Foods, Inc.

Dated: December 18 1997

RISER ACQUISITION COMPANY

By 
Title: CFO and Treasurer
Name: Ronald W. Ocsek

RECORDED 1997