

08-31-1999



08-26-1999

U.S. Patent & TMO/TM Mail Rcpt Dt. #26

U.S. Department of Commerce
Patent and Trademark Office

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RECORDATION FORM COVER SHEET TRADEMARKS ONLY

US PATENT &
TRADEMARK OFFICE

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

Change of Name

Other

Conveying Party

Mark if additional names of conveying parties attached

Name Execution Date
Month Day Year

Formerly

Individual General Partnership Limited Partnership Corporation Association

Other

Citizenship/State of Incorporation/Organization

Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)

City State/Country Zip Code

Individual General Partnership Limited Partnership Corporation Association

Other

Citizenship/State of Incorporation/Organization

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.)

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08/30/1999 MTHAI1 00000318 1745942

01 FC:481 40.00 OP
02 FC:482 125.00 OP

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

REEL: 001950 FRAME: 0767

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" value="1745942"/>	<input type="text" value="1423060"/>	<input type="text"/>
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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.

Douglas R. Bush

Name of Person Signing



Signature

Aug 26, 99

Date Signed

RECORDATION FORM COVER SHEET CONTINUATION TRADEMARKS ONLY

Conveying Party

Mark if additional names of conveying parties attached

Enter Additional Conveying Party

Execution Date
Month Day Year

Name

191997

Formerly

Individual General Partnership Limited Partnership Corporation Association

Other

Citizenship State of Incorporation/Organization

Receiving Party

Mark if additional names of receiving parties attached

Enter Additional Receiving Party

Name

DBA/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)
City State/Country Zip Code

Individual General Partnership Limited Partnership

Corporation Association

Other

Citizenship/State of Incorporation/Organization

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 the Assignment.)

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)

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C A N A D A

PROVINCE OF ONTARIO

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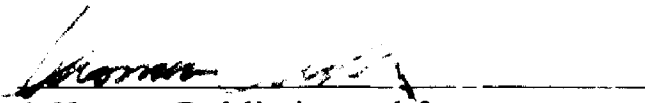
TO ALL WHOM THESE PRESENTS

MAY COME, BE SEEN OR KNOWN

TO WIT:

I, **THOMAS B. CLUTE**, a Notary Public in and for the Province of Ontario, by Royal Authority duly appointed, residing in the City of Toronto, in the Municipality of Metropolitan Toronto in the Province of Ontario, DO CERTIFY AND ATTEST that the paper writings annexed hereto are true copies of the documents produced and shown to me and purporting to be copies of the Certificate and Articles of Amalgamation dated January 2, 1998 for Weston Inc., said copies having been compared by me with the original documents, which do not give any indication of having been altered in any respect, an act whereof being requested I have granted under my notarial form and seal of office to serve and avail as occasion shall or may require.

IN TESTIMONY WHEREOF I have hereto subscribed my name and affixed my Notarial Seal of Office at Toronto, Ontario, this 16th day of August, 1999.



A Notary Public in and for
the Province of Ontario

New Brunswick
Nouveau Brunswick

CANADA
PROVINCE OF NEW BRUNSWICK
BUSINESS CORPORATIONS ACT
CERTIFICATE OF AMALGAMATION
(SECTION 124)

CANADA
PROVINCE DU NOUVEAU-BRUNSWICK
LOI SUR LES CORPORATIONS COMMERCIALES
CERTIFICAT DE FUSION
(ARTICLE 124)

WESTON INC.

Name of Corporation / Raison sociale de la corporation

506176

Corporation Number / Numéro de la corporation

I HEREBY CERTIFY that the above-mentioned corporation resulted from the amalgamation of the following
JE CERTIFIE que la corporation mentionnée ci-dessus provient de la fusion des corporations suivantes, en vertu de la
corporations under the Business Corporations Act, as set out in the attached Articles of Amalgamation.
Loi sur les corporations commerciales, de la façon indiquée dans les statuts de fusion ci-joints.

Director
Directeur



Date of Amalgamation January 2, 1998
Date de fusion

**BUSINESS CORPORATIONS ACT
FORM 6
ARTICLES OF AMALGAMATION
(SECTION 124)**

**LOI SUR LES CORPORATIONS COMMERCIALES
FORMULE 6
STATUTS DE FUSION
(ARTICLE 124)**

1 - Name of Corporation: Raison sociale de la corporation

WESTON INC.

2 - The classes and any maximum number of shares that the corporation is authorized to issue and any maximum aggregate amount for which shares may be issued including shares without par value and/or with par value and the amount of the par value. Les catégories et le nombre maximal d'actions que la corporation peut émettre ainsi que le montant maximal global pour lequel les actions peuvent être émises y compris les actions sans valeur au pair ou avec valeur au pair ou les deux et le montant de la valeur au pair:

- (1) an unlimited number of common shares which shall be issued without nominal or par value.
- (2) an unlimited number of preference shares which shall be issued with the rights, privileges, restrictions and conditions set out in Schedule A attached hereto and forming part hereof.

3 - Restrictions, if any, on share transfers: Restrictions, s'il y en a, au transfert d'actions:

Nil

4 - Number (or minimum and maximum number) of directors: Nombre (ou nombre minimum et maximum) des administrateurs:

Not less than one nor more than ten

5 - Restrictions, if any, on business the corporation may carry on: Restrictions, s'il y en a, à l'activité que peut exercer la corporation:

Nil

6 - Other provisions, if any: Autres dispositions, s'il y en a

See Schedule B and C

7 (a) - The amalgamation has been approved by special resolutions of shareholders of each of the amalgamating corporations listed in Item 9 below in accordance with Section 122 of the Business Corporations Act. a) - La fusion a été approuvée par les résolutions spéciales des actionnaires de chacune des corporations fusionnantes mentionnés à l'article 9 ci-dessous, conformément à l'article 122 de la Loi sur les corporations commerciales.

(b) - The amalgamation has been approved by a resolution of the directors of each of the amalgamating corporations listed in Item 9 below in accordance with Section 123 of the Business Corporations Act. These Articles of Amalgamation are the same as the Articles of Incorporation of (name the designated amalgamating corporation): b) - La fusion a été approuvée par une résolution des administrateurs de chacune des corporations fusionnantes mentionnées à l'article 9 ci-dessous, conformément à l'article 123 de la Loi sur les corporations commerciales. Ces statuts de fusion sont les mêmes que les statuts constitutifs de (raison sociale de la corporation fusionnante désignée):

8 - Name of the amalgamating corporation the by-laws of which are to be the by-laws of the amalgamated corporation: Raison sociale de la corporation fusionnante dont les règlements administratifs sont devenus les règlements administratifs de la corporation issue de la fusion:

WESTON INC.

Name of Amalgamating Corporations Raison sociale des corporations fusionnantes	Corporation No. N° de corporation	Signature	Date	Description of Office Fonction
Weston Inc.	034403	<i>[Signature]</i>	Dec. 19/97	Assistant Secretary
Lewis Connors & Sons Limited	056676	<i>[Signature]</i>	Dec. 19/97	Assistant Secretary
Connors Bros., Limited	506113	<i>[Signature]</i>	Dec. 19/97	Assistant Secretary

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RESERVE À L'USAGE DU MINISTÈRE

Corporation No. - N° de corporation

Filed - Déposé

506176

FILED / DEPOSE JAN 02 1998

SCHEDULE A

1. The preference shares shall have the following rights, privileges, restrictions and conditions attached thereto:
 - (1) The holders of the preference shares shall in each year at the discretion of the directors, but always in preference and priority to any payment of dividends for such year on the common shares and any shares ranking junior to the 10% preference shares, be entitled out of any or all profits or surplus available for dividends, to non-cumulative dividends at the rate of \$10.00 per annum on the 10% preference shares. If in any year, after providing for the full dividends on the preference shares, there shall remain any profits or surplus available for dividends, such profits or surplus, or any part thereof, may, in the discretion of the directors, be applied to dividends on the common shares. The holders of preference shares shall not be entitled to any dividend other than, or in excess of, the non-cumulative dividends at the rate of \$10.00 per annum on the 10% preference shares hereinbefore provided for.
 - (2) The preference shares shall rank, both as regards dividend and return of capital, in priority to all other shares of the Company, but shall not confer any further right to participate in profits or assets.
 - (3) Subject to the provisions of the New Brunswick Business Corporations Act, the Company may, upon giving notice as hereinafter provided, redeem the whole or any part of the preference shares, on payment for each share to be redeemed of the amount paid up thereon, together with all dividends declared thereon and unpaid; in case a part only of the then outstanding preference shares is at any time to be redeemed, the shares so to be redeemed shall be selected by lot in such manner as the directors in their discretion shall decide or, if the directors so determine, may be redeemed pro rata, disregarding fractions, and the directors may make such adjustments as may be necessary to avoid the redemption of fractional parts of shares; not less than 30 days' notice in writing of such redemption shall be given by mailing such notice to the registered holders of the shares to be redeemed, specifying the date and place or places of redemption; if notice of any such redemption be given by the Company in the manner aforesaid and an amount sufficient to redeem the shares be deposited with any trust company or chartered bank in Canada as specified in the notice on or before the date fixed for redemption, the holders of the preference shares called for redemption shall cease to be entitled to dividends after the date so fixed for redemption and they shall thereafter have no rights against the Company in respect thereof except upon the surrender of certificates for such shares, to receive payment therefor out of the moneys so deposited; after the redemption price of such shares has been deposited with any trust company or chartered bank in Canada, as aforesaid, notice shall be given to the holders of any preference shares called for redemption who failed to present the certificates representing such shares within 2 months of the date specified for redemption that the money has been so deposited and may be

obtained by the holders of the said preference shares upon presentation of the certificates representing such shares called for redemption at the said trust company or chartered bank.

- (4) Subject to the provisions of the New Brunswick Business Corporations Act, the Company shall have the right at its option at any time and from time to time to purchase for cancellation the whole or any part of the preference shares by contract or pursuant to tenders received by the Company upon request for tenders addressed to all holders of the class of preference shares to be purchased for cancellation or with the unanimous consent of all the holders of all issued preference shares of the said class at the lowest price at which, in the opinion of directors, such shares are obtainable but not exceeding the amount paid thereon, together with all dividends declared thereon and unpaid. If, in response to an invitation for tenders, 2 or more shareholders submit tenders at the same price and if such tenders are accepted by the Company in whole or in part, then, unless the Company accepts all such tenders in whole, the Company shall accept such tenders in proportion as nearly as may be to the number of shares offered in each such tender.
- (5) In the event of the liquidation, dissolution or winding up of the Company, whether voluntary or involuntary, the holders of the preference shares shall be entitled to receive, before any distribution of any part of the assets of the Company among the holders of any other shares, an amount equal to 100 per cent of the amount paid thereon and any dividends declared thereon and unpaid and no more.
- (6) Except as required by the New Brunswick Business Corporations Act, the holders of the preference shares shall not, as such, have any voting rights for the election of directors or for any other purposes, nor shall they be entitled to attend shareholders' meeting unless and until the Company shall fail, for a period of 2 consecutive years, to pay the dividend at the prescribed rate on the preference shares, whereupon and whenever the same shall occur, the holders of the preference shares shall, until dividends aggregating \$10.00 per annum on the 10% preference shares have been paid on the said preference shares for 1 full year, be entitled to attend all shareholders' meetings and shall have 1 vote thereat for each preference share then held by them respectively.
- (7) The Company may not add, change or remove any right, privilege, condition or restriction attached to the preference shares without such approval, if any, as may then be required by the New Brunswick Business Corporations Act to be given by the holders of the preference shares and by any other shareholders.

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SCHEDULE B

- (1) Meetings of the shareholders may be held as provided for in section 84(1) and 84(2) of the Business Corporations Act and furthermore may be held in the City of Toronto in the Province of Ontario.
- (2) See Schedule C hereto.
- (3) The Common Shares shall have attached to them:
 - (a) the right to vote at any meeting of the shareholders of the Corporation;
 - (b) subject to the rights attached to the Preferred Shares, the right to receive any dividend declared by the Corporation; and
 - (c) subject to the rights attached to the Preferred Shares, the right to receive the remaining property of the Corporation on dissolution.

FILED / DEPOSE JAN 02 1998

SCHEDULE C

Without restricting any of the powers of the Corporation whether derived from the Act or otherwise, the Corporation may mortgage, hypothecate, pledge or otherwise create a security interest in all or any present or future, real or personal, moveable or immovable, legal or equitable property of the Corporation (including without limitation its book debts, rights, powers, franchises and undertakings) for any purpose whatsoever.

FILED / DEPOSE JAN 9 1998

PROVINCE OF ONTARIO

IN THE MATTER of the Business Corporations Act of New Brunswick;

- and -

IN THE MATTER of the amalgamation of Weston Inc., Lewis Connors & Sons Limited and Connors Bros., Limited, (collectively the "Amalgamating Companies")

A F F I D A V I T

I, Marian Burrows, of Toronto in the Province of Ontario, DO SOLEMNLY DECLARE THAT:

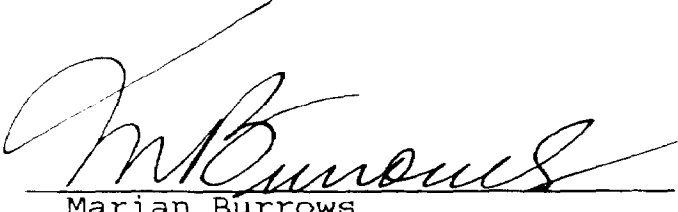
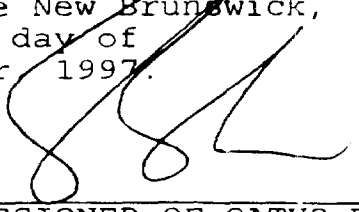
1. I am the Assistant Secretary of each of the Amalgamating Companies and have a personal knowledge of the matters herein deposed to.

2. I am aware of the financial affairs of each of the Amalgamating Companies.

3. There are reasonable grounds for believing that each of the Amalgamating Companies is and the amalgamated company will be able to pay its liabilities as they become due and the realizable value of the amalgamated company's assets will not be less than the aggregate of its liabilities and stated capital of all classes, and no creditor of any of the Amalgamated Companies will be prejudiced by the amalgamation.

4. I make this solemn declaration conscientiously believing it to be true and knowing that it is of the same force and effect as if made under oath and by virtue of the Evidence Act.

DECLARED BEFORE ME at the)
City of Toronto in the)
Province New Brunswick,)
this 19 day of)
December 1997.)


Marian Burrows

A COMMISSIONER OF OATHS BEING)
A SOLICITOR)

FILED/DEPOSE JAN 02 1998

**BUSINESS CORPORATIONS ACT
FORM 2
NOTICE OF REGISTERED OFFICE OR
NOTICE OF CHANGE OF REGISTERED OFFICE
(SECTION 17)**

**LOI SUR LES CORPORATIONS COMMERCIALES
FORMULE 2
AVIS DE DESIGNATION OU
AVIS DE CHANGEMENT DU BUREAU ENREGISTRÉ
(ARTICLE 17)**

1 - Name of Corporation - Raison sociale de la corporation:

WESTON INC.

2 - Corporation No. - N° de corporation:

034403

506176

3 - Place and address of the registered office:

40 Wellington Row
Saint John, New Brunswick
E2L 1G9

Lieu et adresse du bureau enregistré:

4 - Effective date of change:

On amalgamation

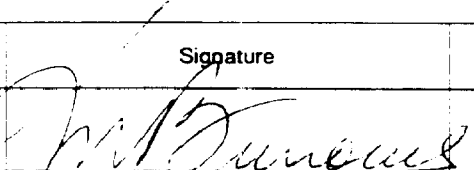
Date d'entrée en vigueur du changement:

5 - Previous place and address of the registered office:

n/a

Demiers lieu et adresse du bureau enregistré:

FILED/DEPOSE NOV 12 1996

Date	Signature	Description of Office Fonction
Dec. 19, 1997		Assistant Secretary

BUSINESS CORPORATIONS ACT
FORM 4
NOTICE OF DIRECTORS
OR NOTICE OF CHANGE OF DIRECTORS
(SECTION 64, 71)

LOI SUR LES CORPORATIONS COMMERCIALES
FORMULE 4
LISTE DES ADMINISTRATEURS OU
AVIS DE CHANGEMENT D'ADMINISTRATEURS
(ARTICLE 64, 71)

1 - Name of Corporation: **WESTON INC.** Raison sociale de la corporation:

2 - The following persons became directors of this corporation: Liste des personnes devenues administrateurs de la corporation :

Effective Date Date d'entrée en vigueur	D/J	M/M	Y/A	
Name / Nom	Residential Address or Address for Service Adresse résidentielle ou adresse pour fin de signification			Occupation Téléphone
Richard J. Currie				46A Chestnut Park Road, Toronto, ON M4W 1W8 Executive 416-922-8500
Stewart E. Green				53 Colin Avenue, Toronto, ON M5P 2B8 Solicitor 416-922-2500
Richard P. Mavrince				478 Caribbean Court, Mississauga, ON L4Z 1Z7 Executive 416-922-8500
Donald G. Reid				160 Golfdale Road, Toronto, ON M4N 2B9 Executive 416-922-2500

3 - The following persons ceased to be directors of the corporation: Liste des personnes qui ont cessé d'être administrateurs de la corporation :

Effective Date Date d'entrée en vigueur	D/J	M/M	Y/A	
Name / Nom	Residential Address or Address for Service Adresse résidentielle ou adresse pour fin de signification			

4 - The directors of the corporation now are: Administrateurs actuels de la corporation :

Name / Nom	Residential Address or Address for Service Adresse résidentielle ou adresse pour fin de signification	Occupation	Telephone Téléphone
	same as in No. 2 above		

Date	Signature	Description of Office Fonction
Dec. 19, 1997	<i>[Signature]</i>	Assistant Secretary

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Form 4 / Formule 4
Filed / Déposé

FILED 1998

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

In re Registration of

WESTON, INC.

Registration No.: 1,791,765


Dated: September 7, 1993

For BOAT/SEAL DESIGN

APPOINTMENT OF DOMESTIC REPRESENTATIVE

Douglas R. Bush and Arent Fox Kintner Plotkin & Kahn, PLLC, 1050 Connecticut Avenue, NW, Washington, DC 20036, is hereby designated Registrant's representative upon whom notice or process in proceedings affecting the above referenced mark may be served. All prior appointments of domestic representation are hereby revoked.

WESTON INC.

By 

Printed Name Marian M. Burrows

Title Assistant Secretary

Date August 17, 1999

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

In re Registration of

WESTON, INC.

Registration No.: 1,758,533

Dated: March 16, 1993

For BRUNSWICK

APPOINTMENT OF DOMESTIC REPRESENTATIVE

Douglas R. Bush and Arent Fox Kintner Plotkin & Kahn, PLLC, 1050 Connecticut Avenue, NW, Washington, DC 20036, is hereby designated Registrant's representative upon whom notice or process in proceedings affecting the above referenced mark may be served. All prior appointments of domestic representation are hereby revoked.

WESTON INC.

By 

Printed Name Marian M. Burrows

Title Assistant Secretary

Date August 17, 1999

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

In re Registration of

WESTON, INC.

Registration No.: 1,423,060

Dated: December 30, 1996

For BRUNSWICK

APPOINTMENT OF DOMESTIC REPRESENTATIVE

Douglas R. Bush and Arent Fox Kintner Plotkin & Kahn, PLLC, 1050 Connecticut Avenue, NW, Washington, DC 20036, is hereby designated Registrant's representative upon whom notice or process in proceedings affecting the above referenced mark may be served. All prior appointments of domestic representation are hereby revoked.

WESTON INC.

By 

Printed Name Marian M. Burrows

Title Assistant Secretary

Date August 17, 1999

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

In re Registration of

WESTON, INC.

Registration No.: 2,113,995

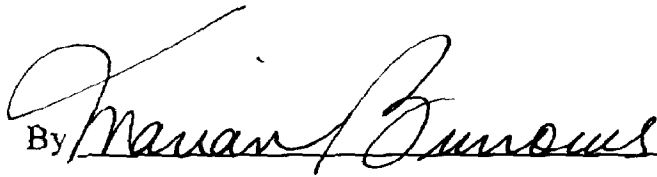
Dated: November 18, 1997

For CONNORS AQUACULTURE FISH DESIGN

APPOINTMENT OF DOMESTIC REPRESENTATIVE

Douglas R. Bush and Arent Fox Kintner Plotkin & Kahn, PLLC, 1050 Connecticut Avenue, NW, Washington, DC 20036, is hereby designated Registrant's representative upon whom notice or process in proceedings affecting the above referenced mark may be served. All prior appointments of domestic representation are hereby revoked.

WESTON INC.

By 

Printed Name Marian M. Burrows

Title Assistant Secretary

Date August 17, 1999

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

In re Registration of

WESTON, INC.

Registration No.: 2,020,582


Dated: December 3, 1996

For FIRELIGHT

APPOINTMENT OF DOMESTIC REPRESENTATIVE

Douglas R. Bush and Arent Fox Kintner Plotkin & Kahn, PLLC, 1050 Connecticut Avenue, NW, Washington, DC 20036, is hereby designated Registrant's representative upon whom notice or process in proceedings affecting the above referenced mark may be served. All prior appointments of domestic representation are hereby revoked.

WESTON INC.

By 

Printed Name Marian M. Burrows

Title Assistant Secretary

Date August 17, 1999

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

In re Registration of

WESTON, INC.

Registration No.: 1,745,942

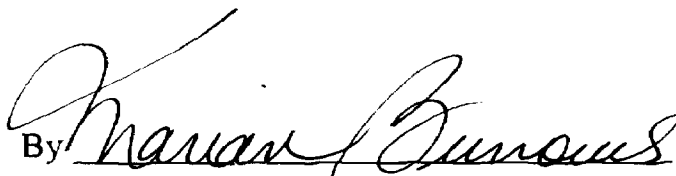
Dated: January 12, 1993

For BOAT DESIGN

APPOINTMENT OF DOMESTIC REPRESENTATIVE

Douglas R. Bush and Arent Fox Kintner Plotkin & Kahn, PLLC, 1050 Connecticut Avenue, NW, Washington, DC 20036, is hereby designated Registrant's representative upon whom notice or process in proceedings affecting the above referenced mark may be served. All prior appointments of domestic representation are hereby revoked.

WESTON INC.

By 

Printed Name Marian M. Burrows

Title Assistant Secretary

Date August 17, 1999