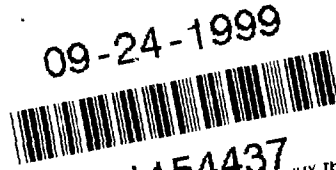


9.21.99

RECORDS
TR.



U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office
SEP 21 1999

To the Honorable Commissioner of Patents and Trademarks. Please record

1. Name of conveying party(ies):
FABILA FOODS, INC.

Individual(s) Association
 General Partnership Limited Partnership
 Corporation - State of California
 Other

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

2. Name and address of receiving party(ies):
Name: TIA ROSA BAKERY OF SACRAMENTO, INC.
Internal Address:
Street Address: 8135 Elder Creek Road
City: Sacramento State: California ZIP: 95824

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

If assignee is not domiciled in the United States, a domestic representative designation is attached:
 Yes No
(Designation must be a separate document from Assignment)
Additional name(s) & address(es) attached? Yes No

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

Execution Date: May 7, 1998

4. Application number(s) or registration number(s):
A. Trademark Application No(s).
74/112,614

B. Trademark registration No(s).

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: Russell N. Rippamonti
Jenkins & Gilchrist, P.C.
Internal Address:

Street Address: 1445 Ross Avenue, Ste. 3200

City: Dallas State: Texas Zip: 75202-2799

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41): \$ 40.00
 Enclosed
 Authorized to be charged to deposit account.

(If check is not received with this correspondence or additional fees are required, please charge to deposit account 10-0447.)

8. Deposit Account number:
(Attach duplicate copy of this page if paying by deposit account)

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.

9/23/1999 KTHAI1 00000338 74112614
Russell N. Rippamonti 40.00
Name of Person Signing Signature Date Sept 20, 1999

Total number of pages comprising cover sheet: 4

10508966

1284718
CERTIFICATE OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
FABILA FOODS, INC.

FILED
In the office of the Secretary of State
of the State of California

MAY 21 1998

Bill Jones
BILL JONES, Secretary of State

Pursuant to the provisions of the California General Corporation Law, the undersigned corporate officer hereby certifies to the California Secretary of State regarding the facts and declarations hereinafter set forth in this Certificate of Amendment to Articles of Incorporation:

ONE

The current name of the Corporation is Fabila Foods, Inc.

TWO

The following amendment to the Articles of Incorporation was adopted by the board of directors and approved by the shareholders of the corporation on May 7, 1998.

The amendment alters or changes Article I of the original Articles of Incorporation by striking the existing Article I and substituting in its place the following Article:

ARTICLE I

The name of the corporation shall be TIA ROSA BAKERY
OF SACRAMENTO, INC.

THREE

The number of shares of the corporation outstanding at the time of such adoption was 5,000, and the number of shares entitled to vote thereon was 5,000.

