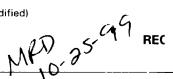
FORM PTO-1594 (Modified)

1-31-92



11-02-1999



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U.S. DEPARTMENT OF COMMERCE

Patent and Trademark Office

Attorney Docket No.: 7565-GM

101	100700
To the Honorable Commissioner of Patent and Trademarks: Please record the attached original documents or copy thereof.	
1. Name of conveying party(ies): Keystone Foods Corporation 10-25-1999 U.S. Patent & TMOtc/TM Mail Rept Dt.	Name and address of receiving party(ies): Keystone Foods LLC 401 City Avenue. Suite 800 Bala Cynwyd, PA 19004
3. Nature of conveyance: [] Assignment	[] Individual(s) citizenship: [] Association: [] General Partnership: [] Limited Partnership: [] Corporation-State: [x] Other: limited liability company of Delaware If assignee is not domiciled in the U.S.A., a domestic representative designation is attached: [] Yes; [] No (Designations must be a separate document from Assignment)
4. Application number(s) or registration number(s): A. Trademark Application No.(s): 75/501,498 75/629,836 75/691,968 75/693,384 75/757,447	B. Trademark Registration No.(s): 1,698,455 2,084,795
5. Name and address of party to whom correspondence document should be mailed: Jay K. Meadway AKIN, GUMP, STRAUSS, HAUER & FELD, L.L.P. One Commerce Square 2005 Market Street, 22nd Floor Philadelphia, PA 19103-7086 Telephone: 215-965-1200 Facsimile: 215-965-1210 E-Mail: jmeadway@akingump.com	6. Total number of applications and registrations involved: [7] 7. Total fee (37 CFR 3.41) Cal. 1x \$40.00 = \$40.00 6 x \$25.00 = \$150.00 [x] Authorized to be charged to deposit account \$190.00 8. Deposit account number: 50-1017
DO NOT USE THIS SPACE 150,00 CH 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.	
Name of Person Signing Signature Date Total number of pages including cover sheet, attachments and document: [] OMB No. 0651-0011 (exp. 4/94)	



State of Delaware

PAGE 1

10-25-1999 U.S. Patent & TMO1c/TM Mail Ropt Dt. #30

Office of the Secretary of State

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:

"KEYSTONE FOODS CORPORATION", A DELAWARE CORPORATION,

WITH AND INTO "KEYSTONE FOODS LLC" UNDER THE NAME OF

"KEYSTONE FOODS LLC", A LIMITED LIABILITY COMPANY ORGANIZED AND

EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED

AND FILED IN THIS OFFICE THE THIRTY-FIRST DAY OF AUGUST, A.D.

1999, AT 12:30 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.



Edward J. Freel, Secretary of State

3088910 8100M

AUTHENTICATION:

9949254

991364715

DATE: 08-31-99

TRADEMARK REEL: 001983 FRAME: 0711

CERTIFICATE OF MERGER OF KEYSTONE FOODS CORPORATION INTO

KEYSTONE FOODS LLC

The undersigned limited liability company organized and existing under and by virtue of the Delaware Limited Liability Company Act,

DOES HEREBY CERTIFY:

FIRST: That the name and state of formation or incorporation of each of the constituent entities of the merger is as follows:

NAME

STATE OF FORMATION/INCORPORATION

Keystone Foods LLC, a Delaware limited liability company

Delaware

Keystone Foods Corporation, a Delaware corporation

Delaware

SECOND: That an Agreement and Plan of Reorganization between the parties to the merger has been approved, adopted, certified, executed and acknowledged by each of the constituent entities in accordance with the requirements of Section 264 of the General Corporation Law of Delaware and Section 18-209 of the Delaware Limited Liability Company Act.

THIRD: That the name of the surviving entity of the merger is Keystone Foods LLC.

FOURTH: That the Certificate of Formation of Keystone Foods LLC, the Delaware limited liability company which will survive the merger, shall be the Certificate of Formation of the surviving entity.

FIFTH: That a copy of the executed Agreement and Plan of Reorganization is on file at the principal office of the surviving entity, the address of which is 401 City Avenue, Suite 800, Bala Cynwyd, PA 19004.

<u>SIXTH:</u> That a copy of the Agreement and Plan of Reorganization will be furnished by the surviving company on request and without cost to any stockholder or member of any constituent entity.

SEVENTH: That this Certificate of Merger shall be effective on August 31, 1999.

Dated: <u>(ULMUST 31</u>, 1999

KEYSTONE FOODS LLC

By: Keystone Foods Holding Company, Inc.,

Sole Member

By

ohn I Coggins, Vice President

TRADEMARK

REEL: 001983 FRAME: 0712

RECORDED: 10/25/1999