

11-08-1999



101194175

HEET

11-02-99

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  Change of Name
  - Other
- Effective Date  
Month Day Year

**Conveying Party**

Mark if additional names of conveying parties attached

Execution Date  
Month Day Year

Name

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

- Individual  General Partnership  Limited Partnership  Association
- Corporation
- 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.)

11/05/1999 MTHA11 00000303 61787

FOR OFFICE USE ONLY

01 FC:481

40.00 DP

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

**TRADEMARK**  
**REEL: 001986 FRAME: 0077**

**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)

**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



11/02/99

Name of Person Signing

Signature

Date Signed

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:

"CONNORS AQUACULTURE, INC.", A MAINE CORPORATION, "CONNORS-BRUNSWICK WAREHOUSING, INC.", A MAINE CORPORATION, "PORT CLYDE CANNING COMPANY", A MAINE CORPORATION,

WITH AND INTO "HERITAGE SALMON COMPANY, INC." UNDER THE NAME OF "CONNORS AQUACULTURE, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-EIGHTH DAY OF DECEMBER, A.D. 1998, AT 4:30 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE THIRTY-FIRST DAY OF DECEMBER, A.D. 1998.

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



*Edward J. Freel*

Edward J. Freel, Secretary of State

2250149 8100M  
981504984

AUTHENTICATION: 9492146  
DATE: 12-29-98

TRADEMARK  
REEL: 001986 FRAME: 0079

**CERTIFICATE OF MERGER**

**OF**

**CONNORS-BRUNSWICK WAREHOUSING, INC.**  
**(a Maine corporation)**

**CONNORS AQUACULTURE, INC.**  
**(a Maine corporation)**

**and**

**PORT CLYDE CANNING COMPANY**  
**(a Maine corporation)**

**INTO**

**HERITAGE SALMON COMPANY, INC.**  
**(a Delaware corporation)**

---

Pursuant to Sections 103 and 252(c) of the General  
Corporation Law of the State of Delaware

---

Heritage Salmon Company, Inc., a Delaware corporation, which desires to merge with Connors-Brunswick Warehousing, Inc., a Maine corporation, Connors Aquaculture, Inc., a Maine corporation and Port Clyde Canning Company, a Maine corporation, pursuant to the provisions of Section 252(c) of the General Corporation Law of the State of Delaware (the "Merger"), hereby certifies as follows:

**FIRST**: The names and states of incorporation of the constituent corporations in the Merger (the "Constituent Corporations") are as follows:

<u>Name</u>	<u>State of Incorporation</u>
Connors Aquaculture, Inc.	Maine
Connors-Brunswick Warehousing, Inc.	Maine
Port Clyde Canning Company	Maine
Heritage Salmon Company, Inc.	Delaware

**SECOND:** An Agreement and Plan of Merger, dated December 28, 1998, by and among the Constituent Corporations (the "Agreement"), has been approved, adopted, certified, executed and acknowledged by each of the Constituent Corporations in accordance with the requirements of Section 252(c) of the General Corporation Law of the State of Delaware.

**THIRD:** The surviving corporation shall be Heritage Salmon Company, Inc. (the "Surviving Corporation"), which shall continue under the name "Connors Aquaculture, Inc." as set forth in Article **FOURTH** below.

**FOURTH:** The Certificate of Incorporation of Heritage Salmon Company, Inc., as in effect immediately prior to the filing of this Certificate of Merger, shall be the Certificate of Incorporation of the Surviving Corporation, except that Article First shall be amended to read in its entirety as follows:

"FIRST. The name of the corporation (hereinafter called the "corporation") is Connors Aquaculture, Inc."

**FIFTH:** The executed Agreement is on file at an office of the Surviving Corporation. The address of the office is Suite 1901, 22 St. Clair Avenue East, Toronto, Ontario M4T2S7, Canada.

**SIXTH:** A copy of the executed Agreement will be furnished by the Surviving Corporation, on request and without cost, to any stockholder of either of the Constituent Corporations.

**SEVENTH:** The authorized capital stock of each of the Constituent Corporations is as follows:

<u>Name</u>	<u>Authorized Capital Stock</u>
Connors Aquaculture, Inc.	3,000 shares of Common Stock, no par value; 100,000 shares of Preferred Stock, par value \$100.00 per share.
Connors-Brunswick Warehousing, Inc.	2,000 shares of Common Stock, no par value.
Port Clyde Canning Company	10,000 shares of Common Stock, no par value.
Heritage Salmon Company, Inc.	3,000 shares of Common Stock, par value \$1.00 per share.

**EIGHTH:** The merger shall be effective on December 31, 1998.

IN WITNESS WHEREOF, Heritage Salmon Company, Inc. has caused this Certificate of Merger to be signed by its ~~President~~ as of this 28th day of December, 1998.  
Senior Vice President, Secretary

Heritage Salmon Company, Inc.  
a Delaware corporation

By: 

Name: Stewart E. Green

Title: Senior Vice President, Secretary

File No. 19990545 F Pages 5  
Fee Paid \$ 35  
DCN 1983641800020 MERG

-----FILED-----  
30-DEC-98

\_\_\_\_\_  
Secretary of State  


A true copy attest:

\_\_\_\_\_  
Secretary of State  
Agent  


C A N A D A

)  
)  
)  
)

TO ALL WHOM THESE PRESENTS

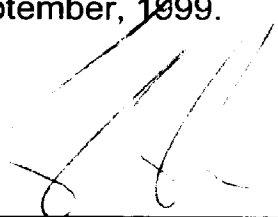
PROVINCE OF ONTARIO

MAY COME, BE SEEN OR KNOW

TO WIT:

I, STEWART E. GREEN, a Notary Public, in and for the Province of Ontario, by Royal Authority duly appointed, residing at the City of Toronto, in the Municipality of Metropolitan Toronto in said Province, DO CERTIFY AND ATTEST that the paperwriting hereto annexed is a true copy of a document produced and shown to me and purporting to be: Certificate of Merger of Connors Aquaculture, Inc.; Connors-Brunswick Warehousing, Inc.; Port Clyde Canning Company and Heritage Salmon Company, Inc. dated December 28, 1998, the said copy having been compared by me with the said photocopy document, an act whereof being request 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 27th day of September, 1999.



\_\_\_\_\_  
A Notary Public in and for  
the Province of Ontario