

11-29-1999



U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

MRD 11-29-99

101210605

To the Honorable Commissioner of Patents and Trademarks. Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):
HOLSUM BAKING COMPANY OF CALIFORNIA

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

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

2. Name and address of receiving party(ies):
Name: **BIMBO BAKERIES OF CALIFORNIA, INC.**
Internal Address: _____
Street Address: **2069 Aldergrove Avenue**
City: **Escondido** State **California** ZIP: **92029**

Individual(s) citizenship
 Association
 General Partnership
 Limited Partnership
 Corporation-State of Delaware
 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: August 7, 1999
August 2, 1999

4. Application number(s) or registration number(s):
A. Trademark Application No(s).
B. Trademark registration No(s).
1,627,413

Additional numbers attached? Yes No

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)

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**

17/13/1999 TT0N11 00000217 1627413
0 FC:481 | 40.00 DP |

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.

Russell N. Rippamonti Russell N. Rippamonti 11/22/99
Name of Person Signing Signature Date

Total number of pages comprising cover sheet: 3

**CERTIFICATE OF OWNERSHIP AND MERGER
OF
HOLSUM BAKING COMPANY OF CALIFORNIA
(a Delaware corporation)
BY
BIMBO BAKERIES OF CALIFORNIA, INC.
(a Delaware corporation)**

Juan Muldoon and Paulette Jones certify that :

1. They are the President and the Secretary, respectively, of Bimbo Bakeries of California, Inc., a Delaware corporation (the "Parent Corporation").
2. The Parent Corporation owns 100% of the outstanding shares of Holsum Baking Company of California, a Delaware corporation (the "Subsidiary Corporation").
3. The Board of Directors of the Parent Corporation duly adopted the following resolutions at a special meeting of the Board of Directors held on August 2, 1999:

NOW, THEREFORE, BE IT RESOLVED, that the merger of Holsum Baking Company of California with and into Bimbo Bakeries of California, Inc. (the "Merger") and the transactions contemplated thereby are hereby authorized and approved in their entirety, to be effective as of 12:01 a.m. Central time, August 7, 1999; and

FURTHER RESOLVED, that the officers of the Parent Corporation are hereby authorized and directed to effectuate the Merger by preparing, executing, acknowledging, and filing a Certificate of Ownership with the Delaware Secretary of State, pursuant to Section 253 of the Delaware General Corporation Law.

4. The surviving corporation of the Merger shall be the Parent Corporation.
5. The filing of this Certificate of Ownership and Merger shall be effective as of 12:01 a.m., Central time August 7, 1999.

IN WITNESS WHEREOF, the undersigned have executed this Certificate of Ownership and Merger this 2nd day of August, 1999.

BIMBO BAKERIES OF CALIFORNIA, INC.
(a Delaware corporation)

By: 

Juan Muldoon, President

ATTEST:

By: 
Paulette Jones, Secretary

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 OWNERSHIP, WHICH MERGES:

"HOLSUM BAKING COMPANY OF CALIFORNIA", A DELAWARE CORPORATION,

WITH AND INTO "BIMBO BAKERIES OF CALIFORNIA, INC." UNDER THE NAME OF "BIMBO BAKERIES OF CALIFORNIA, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE FOURTH DAY OF AUGUST, A.D. 1999, AT 3 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF OWNERSHIP IS THE SEVENTH DAY OF AUGUST, A.D. 1999.

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

2547606 8100M

991323978

AUTHENTICATION: 9905166

DATE: 08-05-99

RECORDED: 11/29/1999

TRADEMARK REEL: 001992 FRAME: 0426