

12-10-1999



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ER SHEET
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DEC 1

OMB No. 0651-0011 (exp. 4/94)

Tab settings

To the Honorable Commissioner

Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

SP ACQUISITION COMPANY

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

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

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other
- Merger
- Change of Name

Execution Date: June 30, 1999

2. Name and address of receiving party(ies)

Name: Steinfeld's Products Company

Internal Address: 3600 North River Road

Street Address:

City: Franklin Park State: IL ZIP: 60131

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

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No

(Designations must be a separate document from assignment)

Additional name(s) & address(es) attached? Yes No

4. Application number(s) or patent number(s):

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

1,302,972

1,100,912

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Lynn B. Wisser

Internal Address:

Dean Foods Company

Street Address: 3600 North River Road

City: Franklin Park State: IL ZIP: 60131

6. Total number of applications and registrations involved: 2

7. Total fee (37 CFR 3.41).....\$ 65.00

Enclosed

Authorized to be charged to deposit account

8. Deposit account number:

(Attach duplicate copy of this page if paying by deposit account)

12/10/1999 VBROWN 00000011 1302972

DO NOT USE THIS SPACE

01 FC:441 40.00 OP
02 FC:442 25.00 OP

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.

Lynn B. Wisser

Name of Person Signing

Lynn B Wisser
Signature

11-29-99

Date

Total number of pages including cover sheet, attachments, and document: 5

Mail documents to be recorded with required cover sheet information to:

Commissioner of Patents & Trademarks, Box Assignments

Washington, D.C. 20231

TRADEMARK

REEL: 001997 FRAME: 0269

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 AMENDMENT OF "SP ACQUISITION COMPANY", CHANGING ITS NAME FROM "SP ACQUISITION COMPANY" TO "STEINFELD'S PRODUCTS COMPANY", FILED IN THIS OFFICE ON THE THIRTIETH DAY OF JUNE, A.D. 1999, AT 12 O'CLOCK P.M.

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



3043746 8100

991267853

A handwritten signature in cursive script, reading "Edward J. Freel".

Edward J. Freel, Secretary of State

AUTHENTICATION: 9847652

DATE: 07-06-99

TRADEMARK

REEL: 001997 FRAME: 0270

CERTIFICATE OF AMENDMENT
OF
CERTIFICATE OF INCORPORATION
OF
SP ACQUISITION COMPANY
(a Delaware Corporation)

STATE OF DELAWARE

CERTIFICATE OF AMENDMENT OF
CERTIFICATE OF INCORPORATION OF
SP ACQUISITION COMPANY

SP Acquisition Company, a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware, (the "Corporation"), DOES HEREBY CERTIFY:

FIRST: That the Board of Directors of the Corporation by the unanimous written consent of its members, filed with the minutes of the board, duly adopted a resolution proposing and declaring advisable the following amendment to the Certificate of Incorporation of said Corporation:

RESOLVED, that the Certificate of Incorporation of this Corporation be amended by changing the Article thereof numbered "**FIRST**" so that, as amended, said Article shall be and read as follows:

"The name of the corporation is **Steinfeld's Products Company** (hereinafter called the "Corporation")."

SECOND: That thereafter, the amendment was approved by written consent of the Corporation's sole shareholder.


THIRD: That said amendment was duly adopted in accordance with the provisions of Section 242 of the General Corporation Law of the State of Delaware.

FOURTH: That the capital of said Corporation shall not be reduced under or by reason of said amendment.

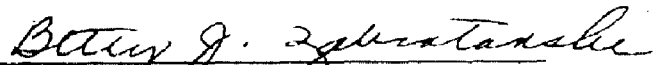
FIFTH That said amendment shall have an **effective date of July 1, 1999**.

IN WITNESS WHEREOF, said Corporation has caused this Certificate to be signed by Dale E. Kleber, Secretary, and an Authorized Officer of the Corporation, this 28th day of June, 1999.

SP Acquisition Company


Dale E. Kleber, Secretary

SUBSCRIBED and SWORN to before me
this 28th day of June, 1999.


Betty J. Zabratanski, Notary Public
My Commission Expires 2/26/03
inc/artamend.

