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03-17-2000

U.S. Department of Commerce
Patent and Trademark Office

02-14-2000

TF



U.S. Patent & TMOfo/TM Mail Rcpt Dt. #22

Patents and

101292779

Documents or copy thereof.

1. Name of conveying party(ies):

Glenmark Industries, Ltd.

Address: 4551 South Racine Avenue

City: Chicago State: IL Zip: 60609

- Individual(s)
- General Partnership
- Corporation-Illinois
- 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: December 30, 1999

2. Name and address of receiving party(ies):

OSI International Foods, Ltd.

Address: 4551 South Racine Avenue

City: Chicago State: IL Zip: 60609

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

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 registrations number(s): SEE ATTACHED "SCHEDULE A"

A. Trademark Application No.(s)

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 Alan L. Barry
Wallenstein & Wagner, Ltd.

Street Address: 311 S. Wacker Drive, 53rd Floor

City: Chicago State: IL Zip: 60606-6622

6. Total number of applications and Registrations involved: 10

7. Total fee (37 CFR 3.41): \$ 265.00

Enclosed

Authorized to be charged to deposit account (ADDITIONAL AMOUNTS ONLY)

8. Deposit account number: 23-0280
(Attach duplicate copy of this page if paying by deposit account)

03/17/2000 DCURTIS 00000052 1510395

01 FC:481
02 FC:482

40.00 GP
225.00 BP

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.

Alan L. Barry
Name of Person Signing

Alan L. Barry
Signature

02/09/00
Date

Total number of pages comprising cover sheet: 6

SCHEDULE A

<u>TRADEMARK/SERVICE MARK</u>	<u>REG. NO./APP. NO.</u>	<u>GRANTED/FILED</u>
GLENMARK	1,510,305	10/25/88
MISCELLANEOUS DESIGN	1,586,971	05/13/90
TABLE FARE	1,788,312	08/17/93
GLENMARK FRESH ORIGINALS	1,847,803	08/02/94
COOKOUT BURGERS	1,888,671	04/11/95
SOLUTIONS FOR THE FOOD INDUSTRY	1,922,510	06/26/95
STEAK-EATER'S BEEF	1,956,253	02/13/96
GREAT GRILLSBY	1,961,999	03/12/96
GLENMARK CLASSIC CHOICE	2,209,713	12/08/98
GLEN OAK FOODS	75/517,726	07/13/98

State of Illinois Office of The Secretary of State

Whereas, ARTICLES OF AMENDMENT TO THE ARTICLES OF INCORPORATION OF GLENMARK INDUSTRIES, LTD. INCORPORATED UNDER THE LAWS OF THE STATE OF ILLINOIS HAVE BEEN FILED IN THE OFFICE OF THE SECRETARY OF STATE AS PROVIDED BY THE BUSINESS CORPORATION ACT OF ILLINOIS, IN FORCE JULY 1, A.D. 1984.

Now Therefore, I, Jesse White, Secretary of State of the State of Illinois, by virtue of the powers vested in me by law, do hereby issue this certificate and attach hereto a copy of the Application of the aforesaid corporation.

In Testimony Whereof, I hereto set my hand and cause to be affixed the Great Seal of the State of Illinois, at the City of Springfield, this 30TH day of DECEMBER A.D. 1999 and of the Independence of the United States the two hundred and 24TH



Jesse White

Secretary of State

Jesse White
Secretary of State
Department of Business Services
Springfield, IL 62756
Telephone (217) 782-1832

Remit payment in check or money
order, payable to "Secretary of State."
The filing fee for restated articles of
amendment - \$100.00
<http://www.sos.state.il.us>

FILED
DEC 30 1999
JESSE WHITE
SECRETARY OF STATE

SUBMIT IN DUPLICATE

**This space for use by
Secretary of State**

Date 12-30-99
Franchise Tax \$
Filing Fee* \$25.00
Penalty \$
Approved:

1. CORPORATE NAME: GLENMARK INDUSTRIES, LTD.

(Note 1)

2. MANNER OF ADOPTION OF AMENDMENT:

The following amendment of the Articles of Incorporation was adopted on December 29, 1999,
_____ in the manner indicated below. ("X" one box only) (Month & Day)

(Year)
By a majority of the incorporators, provided no directors were named in the articles of incorporation and no directors have been elected;

(Note 2)

By a majority of the board of directors, in accordance with Section 10.10, the corporation having issued no shares as of the time of adoption of this amendment;

(Note 2)

By a majority of the board of directors, in accordance with Section 10.15, shares having been issued but shareholder action not being required for the adoption of the amendment;

(Note 3)

By the shareholders, in accordance with Section 10.20, a resolution of the board of directors having been duly adopted and submitted to the shareholders. At a meeting of shareholders, not less than the minimum number of votes required by statute and by the articles of incorporation were voted in favor of the amendment;

(Note 4)

By the shareholders, in accordance with Sections 10.20 and 7.10, a resolution of the board of directors having been duly adopted and submitted to the shareholders. A consent in writing has been signed by shareholders having not less than the minimum number of votes required by statute and by the articles of incorporation. Shareholders who have not consented in writing have been given notice in accordance with Section 7.10;

(Notes 4&5)

By the shareholders, in accordance with Sections 10.20 and 7.10, a resolution of the board of directors having been duly adopted and submitted to the shareholders. A consent in writing has been signed by all the shareholders entitled to vote on this amendment.

(Note 5)

3. TEXT OF AMENDMENT:

a. When amendment effects a name change, insert the new corporate name below. Use Page 2 for all others amendments.

Article I: The name of the corporation is:

OSI INTERNATIONAL FOODS, LTD.
(NEW NAME)

EXPEDITED

DEC 30 1999

All changes other than name, include on page 2 **SECRETARY OF STATE**
(over)

Text of Amendment

- b. *(If amendment affects the corporate purpose, the amended purpose is required to be set forth in its entirety. If there is not sufficient space to do so, add one or more sheets of this size.)*

Not Applicable

4. The manner, if not set forth in Article 3b, in which any exchange, reclassification or cancellation of issued shares or a reduction of the number of authorized shares of any class below the number of issued shares of that class, provided for or affected by this amendment, is as follows: (if not applicable, insert "No change")

5. (a) The manner, if not set forth in Article 3b, in which said amendment effects a change in the amount of paid-in capital (Paid-in capital replaces the terms Stated Capital and Paid-in Surplus and is equal to the total of these accounts) is as follows: (if not applicable, insert "No change")

(b) The amount of paid-in capital (Paid-in Capital replaces the terms Stated Capital and Paid-in Surplus and is equal to the total of these accounts) as changed by this amendment is as follows: (if not applicable, insert "No change")

	Before Amendment	After Amendment
Paid-in Capital	\$ _____	\$ _____

(Complete either Item 6 or 7 below. All signatures must be in **BLACK INK.**)

6. The undersigned corporation has caused this statement to be signed by its duly authorized officers, each of whom affirms, under penalties of perjury, that the facts stated herein are true.

Dated December 29, 1999

 (Month & Day) (Year)

attested by William S. Lipsman

 (Signature of Secretary) ~~XXXXXXXXXXXX~~

WILLIAM S. LIPSMAN, Secretary

 (Type or Print Name and Title)

GLENMARK INDUSTRIES, LTD.

_____ (Exact Name of Corporation at date of execution)

by [Signature]
 _____ (Signature of ~~President~~ Vice President)

WILLIAM J. WEIMER, JR., Vice President

 (Type or Print Name and Title)

7. If amendment is authorized pursuant to Section 10.10 by the incorporators, the incorporators must sign below, and type or print name and title.

OR

If amendment is authorized by the directors pursuant to Section 10.10 and there are no officers, then a majority of the directors or such directors as may be designated by the board, must sign below, and type or print name and title.

The undersigned affirms, under the penalties of perjury, that the facts stated herein are true.

Dated _____

 (Month & Day) (Year)

