

05-04-2000



4.13.00

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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  
05 31 1999

RECEIVED  
APR 13 PM 4:14  
IPR/FINANCE

**Conveying Party**  Mark if additional names of conveying parties attached.

Name Plantation Foods, Inc. Execution Date  
Month Day Year  
05 27 1999

Formerly \_\_\_\_\_

Individual  General Partnership  Limited Partnership  Corporation  Association

Other \_\_\_\_\_

Citizenship/State of Incorporation/Organization Texas

**Receiving Party**  Mark if additional names of receiving parties attached.

Name Cargill, Incorporated

DBA/AKA/TA \_\_\_\_\_

Composed of \_\_\_\_\_

Address (line 1) 15407 McGinty Road West

Address (line 2) \_\_\_\_\_

Address (line 3) Wayzata MN 55391-2399  
City State Zip Code

Individual  General Partnership  Limited Partnership  Association

Corporation  Association

Other \_\_\_\_\_

Citizenship/State of Incorporation/Organization Delaware

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 on a separate document from assignment.)

FOR OFFICE USE ONLY

05/03/2000 BCDATES 00000056 828648

01 FC:481  
02 FC:482

40.00 DP  
100.00 DP

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FORM PTO-1618B  
Expires 06/30/99  
OMB 0851-0027

U.S. Department of Commerce  
Patent and Trademark Office  
**TRADEMARK**

**Domestic Representative Name and Address**

Enter for the first Receiving Party only.

Name \_\_\_\_\_

Address (line 1) \_\_\_\_\_

Address (line 2) \_\_\_\_\_

Address (line 4) \_\_\_\_\_

**Correspondent Name and Address**

Area Code and Telephone Number 312 577-7000

Name Joseph T. Nabor, Esq.

Address (line 1) Fitch, Even, Tabin & Flannery

Address (line 2) 120 S. LaSalle Street, Suite 1600

Address (line 4) Chicago, IL 60603

**Pages** Enter the total number of pages of the attached conveyance document including any attachments.

# 7

**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)**

			828648	852389	1482544
			1553053	2011848	

**Number of Properties**

Enter the total number of properties involved.

# 5

**Fee Amount**

Fee Amount for Properties Listed (37 CFR 3.41):

\$ 140.00

Method of Payment: Enclosed [ x ] Deposit Account [ ]

(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number:

# 06-1135

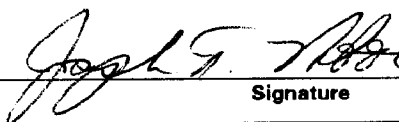
Authorization to charge additional fees:

Yes [ x ] 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.*

Joseph T. Nabor  
Name of Person Signing

  
Signature

4/10/00  
Date Signed



# The State of Texas

## SECRETARY OF STATE CERTIFICATE OF MERGER

The undersigned, as Secretary of State of Texas, hereby certifies that the attached Articles of Merger of

PLANTATION FOODS, INC.  
(a Texas corporation)

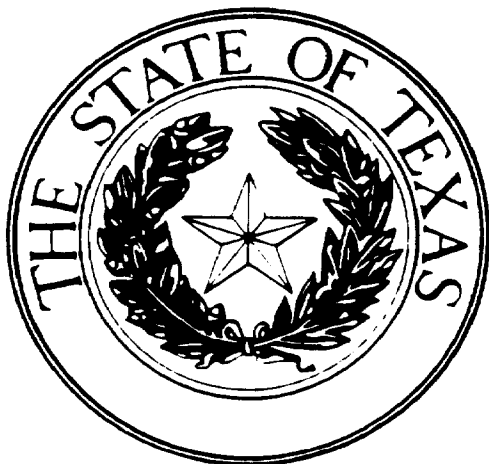
with

CARGILL , INCORPORATED  
(a Delaware corporation)

have been received in this office and are found to conform to law. ACCORDINGLY, the undersigned, as Secretary of State, and by virtue of the authority vested in the Secretary by law, hereby issues this Certificate of Merger.

Filed            MAY 28, 1999

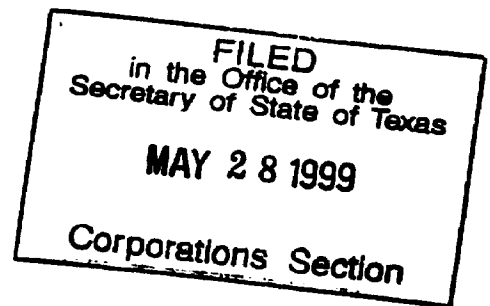
Effective        MAY 31, 1999        11:59 P.M. EST



*Elton Bomer*  
Secretary of State

TRADEMARK  
REEL: 002065 FRAME: 0204

**ARTICLES OF MERGER  
OF  
PLANTATION FOODS, INC.  
INTO  
CARGILL, INCORPORATED**



Pursuant to the provisions of Article 5.16 of the Texas Business Corporation Act, Cargill, Incorporated ("Cargill"), a business corporation organized under the laws of the State of Delaware, and owning a hundred percent of the shares of Plantation Foods, Inc. ("Plantation"), a business corporation organized under the laws of the State of Texas, hereby executes the following articles of merger.

1. The following is a copy of a resolution of Cargill, Incorporated adopted on May 27, 1999, and in accordance with the laws of its jurisdiction and its constituent documents:

"WHEREAS, Cargill, Incorporated (the "Corporation") was incorporated on the 18th day of July, 1930, pursuant to the General Corporation Law of the State of Delaware; and

"WHEREAS, The Corporation owns all of the outstanding shares of the stock of Plantation Foods, Inc. ("Plantation"), a corporation incorporated on the 13th day of June, 1979, pursuant to the Texas Business Corporation Act; and

"WHEREAS, The General Corporation Law of the State of Delaware and the Texas Business Corporation Act both permit a merger of Plantation into the Corporation, with the Corporation being the surviving corporation (the "Merger"); and

"WHEREAS, The Corporation intends that this merger be deemed a distribution in complete liquidation within the meaning of Internal Revenue Code Section 332;

"NOW, THEREFORE, BE IT RESOLVED, That the Corporation hereby adopts the Plan of Merger of Plantation into the Corporation effective at 11:59 PM, Eastern Standard Time, on May 31, 1999, which Plan is attached hereto as Exhibit A; and

"RESOLVED FURTHER, That the proper officers of this Corporation be, and hereby are, directed to make and execute a Certificate of Ownership and Merger in accordance with Section 253 of the General Corporation Law of the State of Delaware, and cause the same to be filed with the Secretary of the State of Delaware; and

**"RESOLVED FURTHER, that the proper officers of this Corporation be, and hereby are, directed to make and execute Articles of Merger consistent with the Plan of Merger attached hereto and in accordance with Article 5.16 of the Texas Business Corporation Act, and cause the same to be delivered to the Secretary of State of Texas for filing."**

**2. The total number of outstanding shares identified by class of Plantation and the number of shares in each class owned by Cargill is:**

<u>Class</u>	<u>Number of Shares Outstanding</u>	<u>Number of Shares Owned by Parent</u>
Capital Stock	8,976	8,976

**3. Cargill, the surviving corporation hereby: (a) appoints the Texas Secretary of State as its agent for service of process to enforce an obligation or the rights of dissenting shareholders of each domestic corporation that is a party to the merger; and (b) agrees that it will promptly pay to the dissenting shareholders of each domestic corporation which is a party to the merger the amount, if any, to which they shall be entitled under the provisions of the Texas Business Corporation Act with respect to the rights of dissenting shareholders.**

**4. Cargill is organized under the laws of the State of Delaware and the address of its registered office in said State is 1209 Orange Street, Wilmington, Delaware 19801.**

**5. Cargill will be responsible for the payment of all fees and franchise taxes of Plantation and will be obligated to pay such fees and franchise taxes if the same are not timely paid.**

**Dated: May 27, 1999**

**Cargill, Incorporated (Parent Corporation)**

By:   
Warren R. Staley

**Title: President and Chief Operating Officer**