



REC OF
TRA

06-22-2000

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

D

05-25-2000



101386898

original documents or copy thereof.

U.S. Patent & TMO/TM Mail Rpt Dt. #01
Number of Patents and Trademarks

1. Name of conveying party(ies):

Tri-Star Industries, Inc.

MRD
5-25-00

- Individual(s)
- General Partnership
- Corporation-State 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: October 30, 1998

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

Name: Baldwin Richardson Foods Co.

Internal Address: Suite 205

Street Address: 4440 West Lincoln Highway

City: Matteson State: IL ZIP: 60443

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State Illinois
- 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 registration number(s):

A. Trademark Application No.(s)

B. Trademark registration No.(s)

See attached Exhibit As

Additional numbers attached? Yes No

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

Name: Lisa K. Liou

Internal Address: Katten Muchin Zavis

Suite 1600

Street Address: 525 West Monroe Street

City: Chicago State: IL ZIP: 60661

6. Total number of applications and registrations involved:

17

7. Total fee (37 CFR 3.41):..... \$ 440.00

Enclosed

Authorized to be charged to deposit account

8. Deposit account number:

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

5/22/2000 DNGUYEN 00000042 1597690

DO NOT USE THIS SPACE

FC:481
FC:482

40.00 DP
400.00 DP

3. 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.

Deborah Wang
Name of Person Signing

Deborah Wang
Signature

5/25/00

Date

Total number of pages comprising cover sheet:

1

EXHIBIT A

<u>Trademark</u>	<u>Registration Number</u>	<u>Registration Date</u>
MRS. RICHARDSON'S	1354473	August 13, 1985
MRS. RICHARDSON'S	1718489	September 22, 1992
MRS. RICHARDSON'S	1584961	February 27, 1990
NANCE'S	905950	January 12, 1971
NANCE'S	1668695	December 17, 1991
RICHARDSON (STYLIZED)	541265	April 24, 1951
RICHARDSON (STYLIZED)	502903	October 12, 1948
RICHARDSON (STYLIZED)	502904	October 12, 1948
RICHARDSON (STYLIZED)	516388	October 18, 1949
RICHARDSON (STYLIZED)	1374079	December 3, 1985
RICHARDSON FOODS CORPORATION	1359404	September 10, 1985
SINGLE SUNDAE SIZE AND DESIGN	1517333	December 20, 1988
VALUE RICH	1888719	April 11, 1995

EXHIBIT A

UNITED STATES TRADEMARK REGISTRATIONS

<u>Trademark</u>	<u>Registration Number</u>	<u>Registration Date</u>
CHOC-O-CREAM	1597690	May 22, 1990
CHOC-O-RICH	1602627	June 19, 1990
OX-HEART	1232909	March 29, 1983
UNTOPPABLES	1354474	August 13, 1985

File Number 5687-523-9

State of Illinois

Office of

The Secretary of State

Whereas, ARTICLES OF AMENDMENT TO THE ARTICLES OF INCORPORATION OF TRI-STAR INDUSTRIES, INC. 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, George H. Ryan, 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 OCTOBER A.D. 19 98 and of the Independence of the United States the two hundred and 23RD .



George H Ryan

Secretary of State

C-212.2

TRADEMARK
REEL: 002091 FRAME: 0830

George H. Ryan
Secretary of State
Department of Business Services
Springfield, IL 62756
Telephone (217) 782-1832

FILED

OCT 30 1998

**GEORGE H. RYAN
SECRETARY OF STATE**

SUBMIT IN DUPLICATE

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

Date 12-22-98
Franchise Tax \$
Filing Fee* \$
Penalty \$
Approved: *[Signature]*

Remit payment in check or money order, payable to "Secretary of State."

*The filing fee for articles of amendment- \$25.00

PAID

OCT 30 1998

1. **CORPORATE NAME:** Tri-Star Industries, Inc.

2. **MANNER OF ADOPTION OF AMENDMENT:**

The following amendment of the Articles of Incorporation was adopted on March 31
19 98 in the manner indicated below. ("X" one box only)

- 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 other amendments.

Article I: The name of the corporation is:

Baldwin Richardson Foods Company

(NEW NAME)

All changes other than name, include on page 2
(over)

12-22-98

Text of Amendment

~~1135 . 1139~~

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.)

N/A

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 effected by this amendment, is as follows: (If not applicable, insert "No change")

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 the accounts) is as follows: (If not applicable, insert "No change")

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")

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 affirm under penalties of perjury, that the facts stated herein are true.

Dated March 31, 19 98

TRI-STAR INDUSTRIES, INC.
(Exact Name of Corporation at date of execution)

attested by 
(Signature of Secretary or Assistant Secretary)

by 
(Signature of President or Vice President)

Pamela M. Johnson, Secretary
(Type or Print Name and Title)

Eric G. Johnson, 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 _____, 19 _____

_____	_____
_____	_____
_____	_____
_____	_____

NOTES and INSTRUCTIONS

NOTE 1 State the true exact corporate name as it appears on the records of the office of the Secretary of State, BEFORE any amendments herein reported.

NOTE 2 Incorporators are permitted to adopt amendments ONLY before any shares have been issued and before any directors have been named or elected. (§ 10.10)

NOTE 3 Directors may adopt amendments without shareholder approval in only seven instances, as follows:

- (a) to remove the names and addresses of directors named in the articles of incorporation;
- (b) to remove the name and address of the initial registered agent and registered office, provided a statement pursuant to § 5.10 is also filed;
- (c) to increase, decrease, create or eliminate the par value of the shares of any class, so long as no class or series of shares is adversely affected.
- (d) to split the issued whole shares and unissued authorized shares by multiplying them by a whole number, so long as no class or series is adversely affected thereby;
- (e) to change the corporate name by substituting the word "corporation", "incorporated", "company", "limited", or the abbreviation "corp.", "inc.", "co.", or "ltd." for a similar word or abbreviation in the name, or by adding a geographical attribution to the name;
- (f) to reduce the authorized shares of any class pursuant to a cancellation statement filed in accordance with § 9.05,
- (g) to restate the articles of incorporation as currently amended. (§ 10.15)

NOTE 4 All amendments not adopted under § 10.10 or § 10.15 require (1) that the board of directors adopt a resolution setting forth the proposed amendment and (2) that the shareholders approve the amendment.

Shareholder approval may be (1) by vote at a shareholders' meeting (*either annual or special*) or (2) by consent, in writing, without a meeting.

To be adopted, the amendment must receive the affirmative vote or consent of the holders of at least 2/3 of the outstanding shares entitled to vote on the amendment (*but if class voting applies, then also at least a 2/3 vote within each class is required*).

The articles of incorporation may supersede the 2/3 vote requirement by specifying any smaller or larger vote requirement not less than a majority of the outstanding shares entitled to vote and not less than a majority within each class when class voting applies. (§ 10.20)

NOTE 5 When shareholder approval is by consent, all shareholders must be given notice of the proposed amendment at least 5 days before the consent is signed. If the amendment is adopted, shareholders who have not signed the consent must be promptly notified of the passage of the amendment. (§§ 7.10 & 10.20)