



RECOR

08-31-2000



U.S. DEPARTMENT OF COMMERCE
PATENT AND TRADEMARK OFFICE

07-18-2000

U.S. Patent & TMOic/TM Mail Rcpt Dt. #34

101447468

To the Honorable Assistant Commissioner
for Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies): 7-18-00
Sunday House Foods, Inc.
P.O. Box 818
Fredericksburg, Texas 78624

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

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

3. Nature of conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: March 27, 2000

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

Name: Willow Brook Foods, Inc.

Internal Address: _____

Street Address: 405 North Jefferson

City: Springfield State: MO Zip: 65805

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Corporation-State Missouri
 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

Application number(s) or trademark number(s):

A. Trademark Application No(s).

B. Trademark registration No(s).

918,639	1,249,961	1,259,550	1,598,820
921,215	1,256,280	1,268,094	1,751,432
1,249,168	1,259,549	1,483,691	

Additional numbers attached? Yes No

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

Name: Charles W. Hanor, P.C.
Internal Address: AKIN, GUMP, STRAUSS,
HAUER & FELD, L.L.P.
Street Address: P.O. Box 12870
City: San Antonio State: TX Zip: 78212

5. Total number of applications and registrations involved: 11

6. Total fee (37 C.F.R. § 3.41) \$ 440.00
 Enclosed
 Authorized to be charged to deposit account

7. Deposit account number:
01-0477 (if overage or under payment only)
(Attach duplicate copy of this page if paying by deposit account)

08/31/2000 BNGUYEN 00000013 918639

DO NOT USE THIS SPACE

01 FC:401
02 FC:402

40.00 DP
225.00 DP

8. 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.

Charles W. Hanor
Charles W. Hanor, P.C.

7/18/2000
Date

Total number of pages including cover sheet, attachments and document: 6

Express Mail No.: EL424547004US

TRADEMARK
REEL: 002127 FRAME: 0662

Reg'n. Ref: 08/31/2000 BNGUYEN 0014570100
DN#: 010477 Name/Number: 918639 \$175.00 CR
FC: 704



The State of Texas

SECRETARY OF STATE

IT IS HEREBY CERTIFIED that the attached is a true and correct copy of the following described document on file in this office:

SUNDAY HOUSE FOODS, INC.
FILE NO. 780222

ARTICLES OF MERGER

MARCH 29, 2000
EFFECTIVE DATE: MARCH 31, 2000



IN TESTIMONY WHEREOF, I have hereunto signed my name officially and caused to be impressed hereon the Seal of State at my office in Austin, Texas on July 12, 2000.

Elton Bomer
Secretary of State

BAM

TRADEMARK
REEL: 002127 FRAME: 0663

MAR 29 2000

ARTICLES OF MERGER
OF
WILLOW BROOK FOODS, INC.,
a Missouri Corporation
&
SUNDAY HOUSE FOODS, INC.,
a Texas Corporation

Corporations Section

Pursuant to the provisions of the Texas Business Corporation Act, the undersigned corporations adopt the following Articles of Merger for the purpose of merging the corporations into one corporation:

1. The name and state of incorporation of each corporation that is a party to the plan of merger are:

(a) Sunday House Foods, Inc., a Texas corporation ("Sunday House"); and

(b) Willow Brook Foods, Inc., a Missouri corporation ("Willow Brook").

2. An Agreement and Plan of Merger (the "Plan of Merger") has been approved by the shareholders and board of directors of each of Sunday House and Willow Brook.

3. No amendment to the Articles of Incorporation of Willow Brook, the surviving corporation, is desired to be effected by the merger.

4. An executed Plan of Merger is on file at the principal place of business of Willow Brook at 405 North Jefferson Avenue, Springfield, Greene County, Missouri 65805.

5. A copy of the Plan of Merger will be furnished by Willow Brook, on written request and without cost, to any shareholder of Sunday House and Willow Brook.

6. As to each of the corporations, the number of shares of common stock outstanding, being the only outstanding capital stock of each such corporation entitled to vote on the Plan of Merger, are as follows:

Corporation	Class of Shares	Number of Shares Outstanding
Sunday House	Common Stock	1,000
Willow Brook	Common Stock	1,000

7. The Plan of Merger was approved by written consent of the sole shareholder of Sunday House and by written consent of the sole shareholder of Willow Brook.

8. As to Sunday House, the approval of the Plan of Merger was duly authorized by all action required by the laws of the State of Texas and by Sunday House's constituent documents.

9. As to Willow Brook, the approval of the Plan of Merger was duly authorized by all action required by the laws of the State of Missouri and by Willow Brook's constituent documents.

10. Willow Brook, as the surviving corporation in the Merger, will be responsible for the payment of all fees and franchise taxes (if applicable) of each of Sunday House and Willow Brook and will be obligated to pay such fees and franchise taxes if the same are not timely paid.

11. The Effective Time for the Merger shall be March 31, 2000 at 11:59 p.m. Central Time.

IN WITNESS WHEREOF, these Articles of Merger have been executed in duplicate by the aforementioned corporations effective as of March 23, 2000.

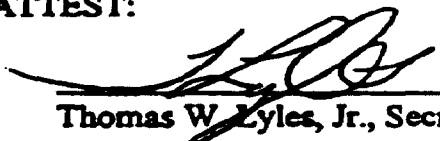
SUNDAY HOUSE FOODS, INC.,
a Texas corporation

By: 
Harry J. Lees, Chief Executive Officer

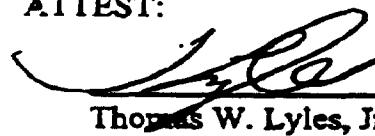
WILLOW BROOK FOODS, INC.,
a Missouri corporation

By: 
Harold J. Lees, Chief Executive Officer

ATTEST:


Thomas W. Lyles, Jr., Secretary

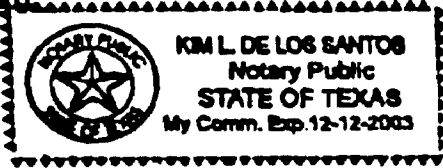
ATTEST:


Thomas W. Lyles, Jr., Secretary

THE STATE OF TEXAS §

COUNTY OF BEXAR §

This instrument was acknowledged before me this 27th day of March, 2000 by Harold J. Lees, Chief Executive Officer of Sunday House Foods, Inc., a Texas corporation, on its behalf.

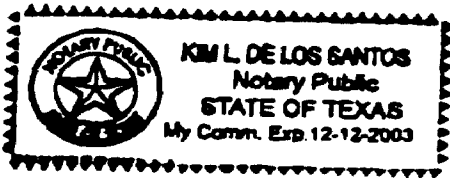


Kim L. De Los Santos
Notary Public, State of Texas

THE STATE OF TEXAS §

COUNTY OF BEXAR §

This instrument was acknowledged before me this 27th day of March, 2000 by Harold J. Lees, Chief Executive Officer of Willow Brook Foods, Inc., a Missouri corporation, on its behalf.



Kim L. De Los Santos
Notary Public, State of Texas

