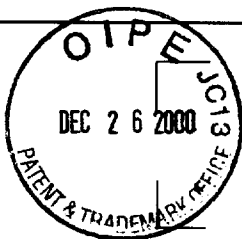


FORM PTO-1618A
Expires 06/30/99
OMB 0651-0027



01-09-2001



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

**RECORDATION FORM COVER SHEET
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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** Effective Date
Month Day Year
08 28 97
- ☐ **Change of Name**
- ☐ **Other**

Conveying Party

☐ Mark if additional names of conveying parties attached

Name

Execution Date
Month Day Year
08 27 97

Formerly

- ☐ **Individual** ☐ **General Partnership** ☐ **Limited Partnership** ☒ **Corporation** ☐ **Association**
- ☐ **Other**

☒ **Citizenship/State of Incorporation/Organization**

Receiving Party

☐ Mark if additional names of receiving parties attached

Name

DBA/KA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)

City

State/Country

Zip Code

- ☐ **Individual** ☐ **General Partnership** ☐ **Limited Partnership** ☐ **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 a separate document from Assignment.)**
- ☒ **Corporation** ☐ **Association**
- ☐ **Other**

☒ **Citizenship/State of Incorporation/Organization**

01/08/2001 MTHAI1 00000103 1187891

FOR OFFICE USE ONLY

01 FC:401
02 FC:402

40.00 DP
50.00 DP

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Mail documents to be recorded with required cover sheet(s) information to:
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TRADEMARK
REEL: 002207 FRAME: 0828

Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Correspondent Name and Address

Area Code and Telephone Number 713-758-2732

Name

Peter E. Mims

Address (line 1)

Vinson & Elkins L.L.P.

Address (line 2)

2300 First City Tower

Address (line 3)

1001 Fannin Street

Address (line 4)

Houston, Texas 77002-6760

Pages

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

#

5

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)

Number of Properties

Enter the total number of properties involved.

#

3

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41):

\$

90.00

Method of Payment:

Enclosed ☒

Deposit Account ☐

Deposit Account

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

Deposit Account Number:

#

22-0365

Authorization to charge additional fees:

Yes

☒

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.

Peter E. Mims

Name of Person Signing

Peter E. Mims

Signature

12/20/2000

Date Signed



Office of the Secretary of State

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 OWNERSHIP, WHICH MERGES:

"QUALITY FOODS OILS, INC.", A CONNECTICUT CORPORATION,
WITH AND INTO "AC HUMKO CORP." UNDER THE NAME OF "AC HUMKO CORP.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-EIGHTH DAY OF AUGUST, A.D. 1997, AT 2:32 O'CLOCK P.M.

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



Edward J. Freel, Secretary of State

2531427 8100M

971289694

AUTHENTICATION: 8630164

DATE: 08-29-97

TRADEMARK
REEL: 002207 FRAME: 0830



**CERTIFICATE OF OWNERSHIP
MERGING
QUALITY FOODS OILS, INC.
INTO
AC HUMKO CORP.
[PURSUANT TO SECTION 253 OF THE GENERAL
CORPORATION LAW OF DELAWARE]**

AC Humko Corp., a corporation incorporated on the 7th day of August, 1995, pursuant to the provisions of the General Corporation Law of the State of Delaware (this "Corporation") does hereby certify that this corporation owns all the capital stock of Quality Food Oils, Inc., a corporation incorporated under the laws of the State of Connecticut, and that this Corporation, by resolutions of its board of directors duly adopted by unanimous written consent on the 27th day of August, 1997, determined to and did merge into itself said Quality Food Oils, Inc. which resolutions are set forth as follows:

WHEREAS, this Corporation lawfully owns all the outstanding stock of Quality Food Oils, Inc., a corporation organized and existing under the laws of Connecticut, and

WHEREAS, this Corporation desires to merge into itself Quality Food Oils, Inc. and to be possessed of all the estate, property, rights, privileges and franchises of said corporation;

NOW, THEREFORE, BE IT RESOLVED, that this Corporation merge into itself, and it does hereby merge into itself said Quality Food Oils, Inc. and assumes all of its liabilities and obligations;

RESOLVED, that the Plan of Merger attached hereto as "Exhibit A" is hereby approved and adopted;

RESOLVED, that the president or a vice-president, or the secretary or the treasurer of this Corporation be and they hereby are directed to make and execute a certificate of ownership setting forth a copy of these resolutions, to merge said Quality Food Oils, Inc. and assume its liabilities and obligations, and the date of adoption thereof, and to file the same in the office of the Secretary of the State of Delaware, and a certified copy thereof in the office of the Recorder of Deeds of New Castle County, Delaware and the Secretary of State of Connecticut; and

RESOLVED that the officers of this Corporation be and they hereby are authorized and directed to do all acts and things whatsoever, whether within or without the State of Delaware and the State of Connecticut; which may be necessary or proper to effect said merger.

IN WITNESS WHEREOF, this Corporation has caused this certificate to be signed by its authorized officer, the 27th day of August, 1997.

AC HUMKO CORP.

By: Daniel S. Antonelli
Name: Daniel S. Antonelli
Title: President

PLAN OF MERGER
OF
QUALITY FOOD OILS, INC.
a Connecticut corporation,
INTO
AC HUMKO CORP.
a Delaware corporation

1. The name of the parent and surviving corporation is:

AC Humko Corp., a Delaware corporation ("Humko").
2. The name of the wholly-owned subsidiary corporation is:

Quality Food Oils, Inc., a Connecticut corporation ("Quality").
3. The manner and basis of converting the shares of the subsidiary corporation into shares, cash, or other property obligations or other securities of the parent is as follows:

Each share of Common Stock of Quality issued and outstanding immediately prior to August ~~29~~¹⁴, 1997 (the "Effective Date") shall be cancelled and no cash consideration shall be received therefor, as of the Effective Date. Each share of Common Stock of Humko issued and outstanding immediately prior to the Effective Date, and each such share (if any) held by Humko as treasury stock immediately prior to the Effective Date, shall not upon the Effective Date be affected or changed in any manner and shall continue to be issued and outstanding shares of Humko.

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