

03-16-2001

FORM PTO-1594
1-31-92

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U.S. DEPT. OF COMMERCE
PATENT AND TRADEMARK OFFICE



COXECTIVE

To the Honorable Commissioner of Pa

101613547

original documents or copy thereof.

1. Name of conveying party(ies):
MRD
3-10-01
Homestead, Inc.

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

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

2. Name and address of receiving party(ies):
Name: Hershey Chocolate & Confectionery Corporation
Internal Address: Intellectual Property Department
Street Address: 5060 Ward Road
City: Wheat Ridge State: CO Zip: 80033

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation-State **DELAWARE**
 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) and address(es) attached? Yes No

3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other Re-record to remove Registration No. 2021437 inadvertently listed on a document previously recorded at Reel/Frame 002203/0621.

Execution Date: **February 23, 1999 but effective February 28, 1999**

4. Application number(s) or registration number(s):
A. Trademark Application No.(s). **74/633389**

Additional numbers attached? Yes No

B. Trademark registration No.(s)

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: Martha L. Cecil-Few
Internal Address: _____
Street Address: HERSHEY CHOCOLATE & CONFECTIONERY
CORP., 060 Ward Road
City: Wheat Ridge State: CO Zip: 80033

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41)..... \$ 40.00
 Enclosed
 Authorized to be charged to deposit account (should any additional monies be deemed due, please also charge these to the deposit account indicated below.)

8. Deposit account number:
500934
(Attach duplicate copy of this page if paying by deposit account)

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.

MARTHA L. CECIL-FEW *Martha L. Cecil-Few* March 16 2001
Name of Person Signing Signature Date

Total number of pages comprising cover sheet: _____

01-02-2001

12-4-00

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12-04-2000

U.S. Patent & TMO/ITM Mail Rpt Dt. #25



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U.S. DEPT. OF COMMERCE PATENT AND TRADEMARK OFFICE

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and attached original documents or copy thereof.

1. Name of conveying party(ies):

Homestead, Inc.

- Individual(s)
- General Partnership
- Corporation-State Delaware
- 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: **February 23, 1999 but effective February 28, 1999**

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

Name: Hershey Chocolate & Confectionery Corporation

Internal Address: Intellectual Property Department

Street Address: 5060 Ward Road

City: Wheat Ridge State: CO Zip: 80033

- Individual(s) citizenship _____
- Association _____
- General Partnership _____
- Limited Partnership _____

Corporation-State DELAWARE

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) and address(es) attached? Yes No

4. Application number(s) or registration number(s):

A. Trademark Application No.(s) 2021437; 2260213; and 2273250. *Reg.*

B. Trademark Registration No.(s) 74/633389; 75/084180; and 75/109142.

M. J. Cecil-Few
Delete - inadvertently listed

Additional numbers attached? Yes No

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

Name: Martha L. Cecil-Few

Internal Address: _____

Street Address: HOMESTEAD, INC.

5060 Ward Road

City: Wheat Ridge State: CO Zip: 80033

6. Total number of applications and registrations involved: 6

7. Total fee (37 CFR 3.41)..... \$ 165.00

Enclosed

Authorized to be charged to deposit account (should any additional monies be deemed due, please also charge these to the deposit account indicated below.)

8. Deposit account number:

500934

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

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.

MARTHA L. CECIL-FEW

Martha L. Cecil-Few

November 30, 2000

Name of Person Signing

Signature

Date

12/29/2000 DNGUYEN 00000241 500934 2021437

Total number of pages comprising cover sheet: _____

01 FC:481 40.00 CH
02 FC:482 No. 0651-001 125.00 CH

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:

"HOMESTEAD, INC.", A DELAWARE CORPORATION,

WITH AND INTO "HERSHEY CHOCOLATE & CONFECTIONERY CORPORATION" UNDER THE NAME OF "HERSHEY CHOCOLATE & CONFECTIONERY CORPORATION", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-FOURTH DAY OF FEBRUARY, A.D. 1999, AT 4:30 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF OWNERSHIP IS THE TWENTY-EIGHTH DAY OF FEBRUARY, A.D. 1999.

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



Edward J. Freel

Edward J. Freel, Secretary of State

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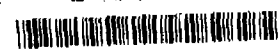
991072996

AUTHENTICATION: 9596519

DATE: 02-25-99

"D"

**CERTIFICATE OF OWNERSHIP AND MERGER
MERGING
HOMESTEAD, INC.
WITH AND INTO
HERSHEY CHOCOLATE & CONFECTIONERY CORPORATION**



12-04-2000

U.S. Patent & TMO/TM Mail Rpt Dt. #26

(Pursuant to Section 253 of the
General Corporation Law of the
State of Delaware)

Hershey Chocolate and Confectionery Corporation, a Delaware corporation (the "Company"), does hereby certify to the following facts relating to the merger (the "Merger") of Homestead, Inc., a Delaware corporation ("Homestead"), with and into the Company, with the Company remaining as the surviving corporation:

FIRST: The Company is incorporated pursuant to the General Corporation Law of the State of Delaware (the "General Corporation Law"). Homestead is incorporated pursuant to the General Corporation Law.

SECOND: The Company owns all of the outstanding shares of each class of capital stock of Homestead.

THIRD: The Board of Directors of the Company, by the following resolutions adopted on February 22, 1999, determined to merge Homestead, with and into the Company pursuant to Section 253 of the General Corporation Law:

WHEREAS, the Company owns all of the outstanding shares of capital stock of Homestead, Inc., a Delaware corporation ("Homestead"); and

WHEREAS, the Board of Directors of the Company has deemed it advisable that Homestead be merged with and into the Company pursuant to Section 253 of the General Corporation Law of the State of Delaware;

NOW, THEREFORE, BE IT AND IT HEREBY IS

RESOLVED, that Homestead be merged with and into the Company effective as of 11:59 PM, February 28, 1999 (the "Merger");

RESOLVED, that by virtue of the Merger and without any action on the part of the holder, thereof, each then outstanding share of common stock of the company shall remain unchanged and continue to remain outstanding as one share of common stock of the Company, held by the person who was the holder of such share of common stock of the Company immediately prior to the Merger;

RESOLVED, that by virtue of the Merger and without any action on the part of the holder thereof, each then outstanding share of common stock of Homestead shall be canceled and no consideration shall be issued in respect thereof; and

RESOLVED, that the proper officers of the Company be and they hereby are authorized and directed to make, execute and acknowledge, in the name and under the corporate seal of the Company, a certificate of ownership and merger for the purpose of effecting the Merger and to file the same in the office of the Secretary of the State of the State of Delaware, and to do all other acts and things that may be necessary to carry out and effectuate the purpose and intent of the foregoing resolutions relating to the Merger.

FOURTH: The Company shall be the surviving corporation of the Merger.

FIFTH: The certificate of incorporation of the Company as in effect immediately prior to the effective time of the Merger shall be the certificate of incorporation of the surviving corporation.

IN WITNESS WHEREOF, the Company has caused this Certificate of Ownership and Merger to be executed by its duly authorized officer this 23rd day of February, 1999.

HERSHEY CHOCOLATE &
CONFECTIONERY CORPORATION

By: Martha L. Cecil-Few

Name: Martha L. Cecil-Few
Office: President