

01-23-2001

7199-0001



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SHEET

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18-01

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):
 Intelicoat Corporation d/b/a Fielders Choice

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

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

2. Name and address of receiving party(ies):
 Landec Ag, Inc.

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

Internal Address: N/A
 Street Address: 306 North Main Street
 City: Monticello State: IN ZIP: 47960

3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other _____

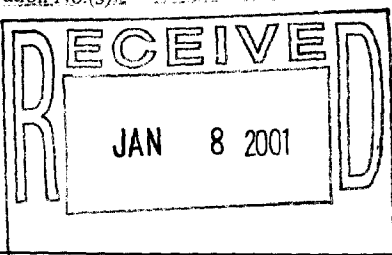
Additional name(s) & address(es) attached? Yes No

Execution Date: 10/26/00 Effective: 11/22/00

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

A. Trademark Application No.(s)
76/118,657
76/111,389
76/034,969
75/554,427
76/118,328
76/153,833
76/118,921

B. Trademark Registration No.(s):
1,634,938
2,202,383
2,213,472
2,165,908
2,189,192
2,165,909
2,219,700



Additional numbers attached? Yes No

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

Name: Andrea W. Gregory, Esq.
 Internal Address: Bose McKinney & Evans
 Street Address: 135 North Pennsylvania Street
Suite 2700
Indianapolis, Indiana 46204
 Telephone: (317) 684-5000

6. Total number of applications and trademarks involved: 14

7. Total fee (37 CFR 3.41):.....\$365.00
 Enclosed
 Authorized to be charged to deposit account

8. Deposit account number: 02-3223. Commissioner hereby authorized to charge any defect in fees or credit any overpayment to said deposit account.
 (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.

Andrea W. Gregory Andrea W. Gregory 1/5/01
 Name of Person Signing Signature Date

Total number of pages including cover sheet, attachments, and document: 12

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01/22/2001 GTON11 00000032 76118657

02 FC:482

49:00 325:00 OP

TRADEMARK REEL: 002216 FRAME: 0717

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "LANDEC AG, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE SIXTEENTH DAY OF NOVEMBER, A.D. 2000.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "LANDEC AG, INC." WAS INCORPORATED ON THE TWENTY-FIRST DAY OF MARCH, A.D. 1995.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

RECEIVED
CORPORATIONS DIV.
00 NOV 22 PM 2:09
SUE ANNE GILROY



Edward J. Freel

Edward J. Freel, Secretary of State

2488441 8300

001577867

AUTHENTICATION: 0798648

DATE: 11-16-00

TRADEMARK
REEL: 002216 FRAME: 0718

State of Indiana
Office of the Secretary of State

COPY

CERTIFICATE OF ASSUMED BUSINESS NAME
of
LANDEC AG, INC.

I, SUE ANNE GILROY, Secretary of State of Indiana, hereby certify that Certificate of Assumed Business Name of the above Delaware For-Profit Foreign Corporation has been presented to me at my office, accompanied by the fees prescribed by law and that the documentation presented conforms to law as prescribed by the provisions of the Indiana Business Corporation Law.

Following said transaction the entity named above will be doing business under the assumed business name(s) of:

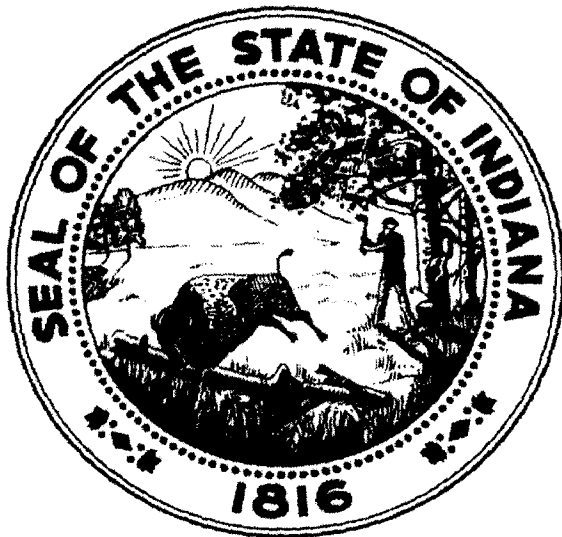
FIELDER'S CHOICE

NOW, THEREFORE, with this document I certify that said transaction will become effective Wednesday, November 22, 2000.

In Witness Whereof, I have caused to be affixed my signature and the seal of the State of Indiana, at the City of Indianapolis, November 22, 2000.

Sue Anne Gilroy

SUE ANNE GILROY,
SECRETARY OF STATE



1997100377 / 2000120565073

TRADEMARK
REEL: 002216 FRAME: 0719

State of Indiana
Office of the Secretary of State

COPY

APPLICATION FOR AMENDED CERTIFICATE OF AUTHORITY
of
INTELLICOAT CORPORATION

I, SUE ANNE GILROY, Secretary of State of Indiana, hereby certify that Application for Amended Certificate of Authority of the above Delaware For-Profit Foreign Corporation has been presented to me at my office, accompanied by the fees prescribed by law and that the documentation presented conforms to law as prescribed by the provisions of the Indiana Business Corporation Law.

The name following said transaction will be:

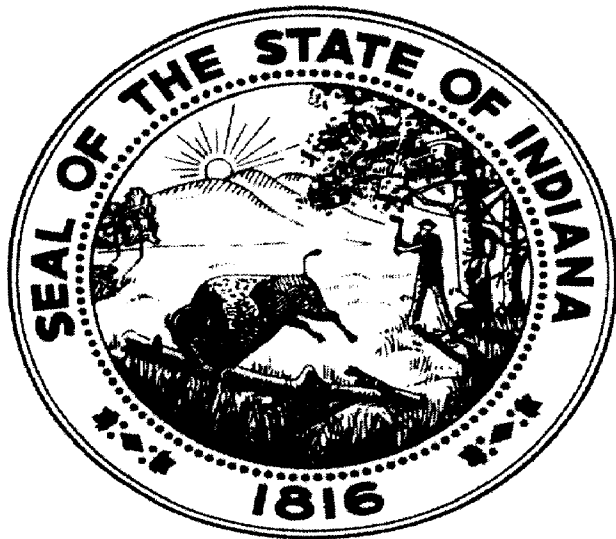
LANDEC AG, INC.

NOW, THEREFORE, with this document I certify that said transaction will become effective Wednesday, November 22, 2000.

In Witness Whereof, I have caused to be affixed my signature and the seal of the State of Indiana, at the City of Indianapolis, November 22, 2000.

Sue Anne Gilroy

SUE ANNE GILROY,
SECRETARY OF STATE



1997100377 / 2000120565069

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REEL: 002216 FRAME: 0720

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CORPORATIONS DIV.

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APPROVED
AND
FILED
IND. SECRETARY



**APPLICATION FOR AMENDED
CERTIFICATE OF AUTHORITY**
State Form 39034 (R5 / 4-95) Corporate Form No. 115
Approved by the State Board of Accounts 1995

SUE ANNE GILROY
SECRETARY OF STATE
CORPORATIONS DIVISION
302 W. Washington St., Rm. E018
Indianapolis, IN 46204
Telephone: (317) 232-6576

INSTRUCTIONS: Use 8 1/2" x 11" white paper for inserts.
Present original and two (2) copies to address in upper right corner of this form.
Please TYPE or PRINT.

Indiana Code 23-1-49-4; 23-17-26-4
FILING FEE: \$30.00

NOTE: This application must be accompanied by a certificate of existence duly authenticated by the proper authority from the corporation's domicile state.

**APPLICATION FOR
AMENDED CERTIFICATE OF AUTHORITY
OF**

Intellicoat Corporation

Name of Corporation

**A FOREIGN CORPORATION ADMITTED TO
TRANSACT BUSINESS IN INDIANA**

The undersigned officers of Intellicoat Corporation

(hereinafter referred to as the "Corporation"), which exists pursuant to the provisions of the laws of Delaware

as amended, desire to obtain an Amended Certificate of Authority.

1. The above Corporation received a Certificate of Authority to transact business in the State of Indiana on the 6th day of October, 19 99.

2. The Corporation desires to change its corporate name in Indiana as follows.
Landec Ag, Inc.

3. The Corporation has changed the period of its duration from N/A to _____

4. The Corporation has changed the state or country of its incorporation from N/A to _____

In Witness Whereof, the undersigned, being the President of said Corporation executes this Application for Amended Certificate of Authority and verifies, subject to penalties of perjury, that the statements contained herein are true, this 29th day of October, 19 2000.

Signature Thomas F. Crowley

Printed name Thomas F. Crowley

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CORPORATIONS DIV.
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SUE ANNE GILROY

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APPROVED
AND
FILED
IND. SECRETARY OF STATE

SUE ANNE GILROY
SECRETARY OF STATE
CORPORATIONS DIVISION
302 W. Washington St., Rm. E018
Indianapolis, IN 46204
Telephone: (317) 232-6576



CERTIFICATE OF ASSUMED BUSINESS NAME (All Corporations)

State Form 30353 (R8 / 9-97)
State Board of Accounts Approved 1995

Indiana Code 23-15-1-1, et seq.

INSTRUCTIONS:

- This certificate must also be recorded in the office of County Recorder of each county in which a place of business or office is located.
- FEES ARE PER ASSUMED NAME. Please make check or money order payable to: Indiana Secretary of State.
Please TYPE or PRINT.

FILING FEES PER CERTIFICATE:

For-Profit Corporation, Limited Liability Company, Limited Partnership	\$30.00
Not-For-Profit Corporation	\$26.00
Certificate - Additional	\$15.00

1. Name of Corporation, LLC or LP Landec Ag, Inc.	2. Date of incorporation / admission March 21, 1995
3. Address at which the Corporation, LLC, LP will do business or have an office in Indiana. If no office in Indiana, then state current registered address (street address) 306 North Main Street	
City, state and ZIP code Monticello, IN 47960	
4. Assumed business name(s) (\$30.00 per name) Fielder's Choice	
5. Principal office address of the Corporation, LLC, LP (street address) 306 North Main Street	
City, state and ZIP code Monticello, IN 47960	
6. Signature <i>Thomas F. Crowley</i>	7. Printed name Thomas F. Crowley

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CORPORATIONS DIV.
NOV 22 PM 2:59
SUE ANNE GILROY

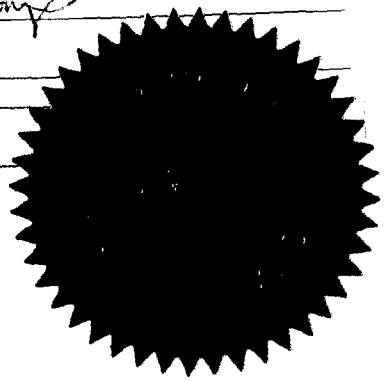
STATE OF Indiana SS:

COUNTY OF Tippecanoe

Subscribed and sworn to before me, this 30th day of October, 2000

Notary Public Denise E. Matthys
My Notarial Commission Expires: 2/7/2008

My County of Residence is: Tippecanoe



This instrument was prepared by:

State of Indiana
Office of the Secretary of State

COPY

CERTIFICATE OF ASSUMED BUSINESS NAME
of
LANDEC AG, INC.

I, SUE ANNE GILROY, Secretary of State of Indiana, hereby certify that Certificate of Assumed Business Name of the above Delaware For-Profit Foreign Corporation has been presented to me at my office, accompanied by the fees prescribed by law and that the documentation presented conforms to law as prescribed by the provisions of the Indiana Business Corporation Law.

Following said transaction the entity named above will be doing business under the assumed business name(s) of:

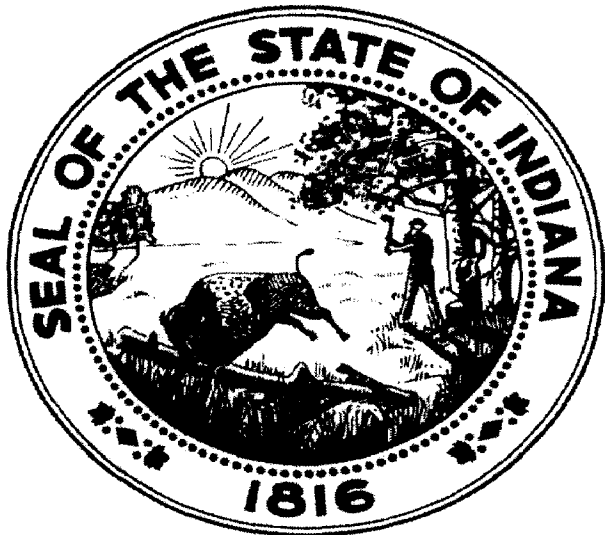
HARVESTAR

NOW, THEREFORE, with this document I certify that said transaction will become effective Wednesday, November 22, 2000.

In Witness Whereof, I have caused to be affixed my signature and the seal of the State of Indiana, at the City of Indianapolis, November 22, 2000.

Sue Anne Gilroy

SUE ANNE GILROY,
SECRETARY OF STATE



1997100377 / 2000120565074

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CORPORATIONS DIV.

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AND
FILED
IND. SECRETARY OF STATE

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SUE ANNE GILROY

&



**CERTIFICATE OF ASSUMED BUSINESS NAME
(All Corporations)**

State Form 30353 (R8 / 9-97)
State Board of Accounts Approved 1995

SUE ANNE GILROY
SECRETARY OF STATE
CORPORATIONS DIVISION
302 W. Washington St., Rm. E018
Indianapolis, IN 46204
Telephone: (317) 232-6576

Indiana Code 23-15-1-1, et seq.

INSTRUCTIONS:

1. This certificate must also be recorded in the office of County Recorder of each county in which a place of business or office is located.
2. FEES ARE PER ASSUMED NAME. Please make check or money order payable to: Indiana Secretary of State.
Please TYPE or PRINT.

FILING FEES PER CERTIFICATE:

For-Profit Corporation, Limited Liability Company, Limited Partnership	\$30.00
Not-For-Profit Corporation	\$26.00
Certificate - Additional	\$15.00

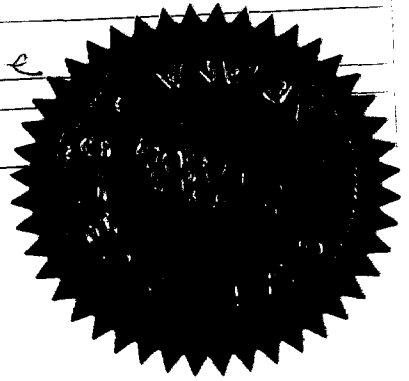
1. Name of Corporation, LLC or LP Landec Ag, Inc.	2. Date of incorporation / admission March 21, 1995
3. Address at which the Corporation, LLC, LP will do business or have an office in Indiana. If no office in Indiana, then state current registered address (street address) 306 North Main Street City, state and ZIP code Monticello, IN 47960	
4. Assumed business name(s) (\$30.00 per name) Harvestar	
5. Principal office address of the Corporation, LLC, LP (street address) 306 North Main Street City, state and ZIP code Monticello, IN 47960	
6. Signature <i>Thomas F. Crowley</i>	7. Printed name Thomas F. Crowley

RECEIVED
CORPORATIONS DIV.
NOV 22 PM 2:09
SUE ANNE GILROY

STATE OF Indiana SS:
 COUNTY OF Tippecanoe
 Subscribed and sworn or attested to before me, this 30th day of October, 19 2000

Notary Public Denise E. Matthys My County of Residence is: Tippecanoe
 My Notarial Commission Expires: 2/7/2008

This instrument was prepared by:



State of Indiana
Office of the Secretary of State

COPY

CERTIFICATE OF ASSUMED BUSINESS NAME
of
LANDEC AG, INC.

I, SUE ANNE GILROY, Secretary of State of Indiana, hereby certify that Certificate of Assumed Business Name of the above Delaware For-Profit Foreign Corporation has been presented to me at my office, accompanied by the fees prescribed by law and that the documentation presented conforms to law as prescribed by the provisions of the Indiana Business Corporation Law.

Following said transaction the entity named above will be doing business under the assumed business name(s) of:

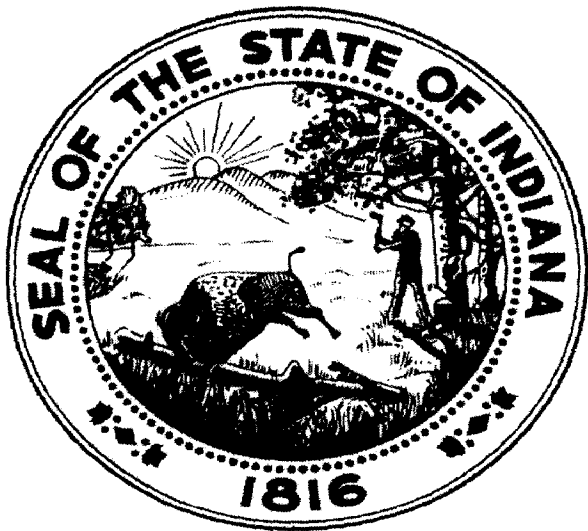
INTELLICOAT

NOW, THEREFORE, with this document I certify that said transaction will become effective Wednesday, November 22, 2000.

In Witness Whereof, I have caused to be affixed my signature and the seal of the State of Indiana, at the City of Indianapolis, November 22, 2000.

Sue Anne Gilroy

SUE ANNE GILROY,
SECRETARY OF STATE



1997100377 / 2000120565076

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SUE ANNE GILROY

APPROVED
AND
FILED
IND. SECRETARY OF STATE



**CERTIFICATE OF ASSUMED BUSINESS NAME
(All Corporations)**

State Form 30353 (R8 / 9-97)
State Board of Accounts Approved 1995

SUE ANNE GILROY
SECRETARY OF STATE
CORPORATIONS DIVISION
302 W. Washington St., Rm. E018
Indianapolis, IN 46204
Telephone: (317) 232-6576

Indiana Code 23-15-1-1, et seq.

INSTRUCTIONS:

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2. FEES ARE PER ASSUMED NAME. Please make check or money order payable to: Indiana Secretary of State.
Please TYPE or PRINT.

FILING FEES PER CERTIFICATE:

- For-Profit Corporation, Limited Liability Company, Limited Partnership \$30.00
- Not-For-Profit Corporation \$26.00
- Certificate - Additional \$15.00

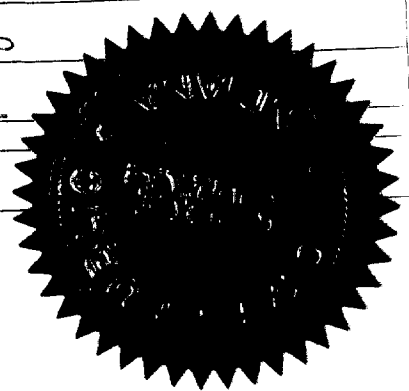
1. Name of Corporation, LLC or LP Landec Ag, Inc.	2. Date of incorporation / admission March 21, 1995
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4. Assumed business name(s) (\$30.00 per name) Intellicoat	
5. Principal office address of the Corporation, LLC, LP (street address) 306 North Main Street City, state and ZIP code Monticello, IN 47960	
6. Signature <i>Thomas F. Crowley</i>	7. Printed name Thomas F. Crowley

RECEIVED
CORPORATIONS DIV
NOV 22 PM 2:09
SUE ANNE GILROY

STATE OF Indiana SS:
 COUNTY OF Tippecanoe
 Subscribed and sworn or attested to before me, this 30th day of October, 192000

Notary Public Denise E. Matthys
 My Notarial Commission Expires: 2/7/2008
 My County of Residence is: Tippecanoe

This instrument was prepared by:



State of Indiana
Office of the Secretary of State

COPY

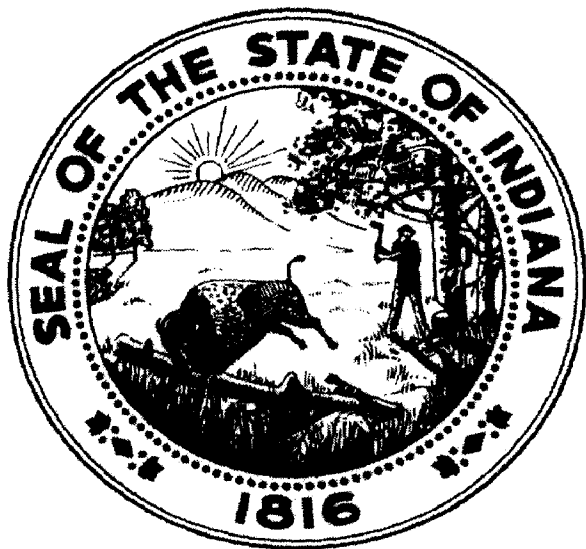
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of
LANDEC AG, INC.

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Following said transaction the entity named above will be doing business under the assumed business name(s) of:

LANDEC AG

NOW, THEREFORE, with this document I certify that said transaction will become effective Wednesday, November 22, 2000.



In Witness Whereof, I have caused to be affixed my signature and the seal of the State of Indiana, at the City of Indianapolis, November 22, 2000.

Sue Anne Gilroy

SUE ANNE GILROY,
SECRETARY OF STATE

1997100377 / 2000120565078

TRADEMARK
REEL: 002216 FRAME: 0727

1997100377

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CORPORATIONS DIV.

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SUE ANNE GILROY

APPROVED
AND
FILED
IND. SECRETARY OF STATE



**CERTIFICATE OF ASSUMED BUSINESS NAME
(All Corporations)**

State Form 30353 (R8 / 9-97)
State Board of Accounts Approved 1995

SUE ANNE GILROY
SECRETARY OF STATE
CORPORATIONS DIVISION
302 W. Washington St., Rm. E018
Indianapolis, IN 46204
Telephone: (317) 232-6576

Indiana Code 23-15-1-1, et seq.

INSTRUCTIONS:

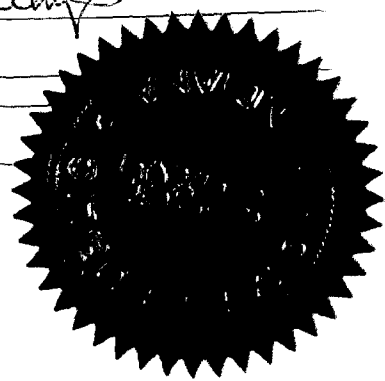
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FILING FEES PER CERTIFICATE:

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Not-For-Profit Corporation	\$26.00
Certificate - Additional	\$15.00

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4. Assumed business name(s) (\$30.00 per name) Landec Ag			
5. Principal office address of the Corporation, LLC, LP (street address) 306 North Main Street City, state and ZIP code Monticello, IN 47960			
6. Signature <i>Thomas F. Crowley</i>		7. Printed name Thomas F. Crowley	
STATE OF <u>Indiana</u> SS:			
COUNTY OF <u>Tippecanoe</u>			
Subscribed and sworn or attested to before me, this <u>30th</u> day of <u>October</u> , 20 <u>00</u>			
Notary Public <i>Denise E. Matthys</i>		<i>Denise E. Matthys</i>	
My Notarial Commission Expires: <u>2/7/2008</u>		My County of Residence is: <u>Tippecanoe</u>	

RECEIVED
CORPORATIONS DIVISION
00NOV 22 PM 2:09
SUE ANNE GILROY



This instrument was prepared by: