

05-08-2001

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

RECORD

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101707034

04-19-2001

U.S. Patent & TMO/TM Mail Rpt Dt #71

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

1. Name of conveying party(ies):
Tabletop Acquisition Corp.

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

2. Name and address of receiving party(ies)

Name: Merisant Company

Internal Address: Suite 510

Street Address: #1 North Brentwood Blvd.

City: Clayton State: MO ZIP: 63105

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) & address(es) attached? Yes No

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

SWEETMATE, Registration No. 2,068,819

Additional numbers attached? Yes No

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

Name: Mark I. Feldman, Esq.

Internal Address: Piper Marbury Rudnick & Wolfe
Suite 1800

05/07/2001 BT0N11 00000230 2068819

01 FC:481 Street Address: 203 North LaSalle Street
40.00 DP

City: Chicago State: IL ZIP: 60601

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41).....\$ 40.00

Enclosed
 Any additional fees are
 Authorized to be charged to deposit account

8. Deposit account number:
18-2284

(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.

Mark I. Feldman Mark I. Feldman 4/16/01
 Name of Person Signing Signature Date

Total number of pages including cover sheet, attachments, and this page: 3

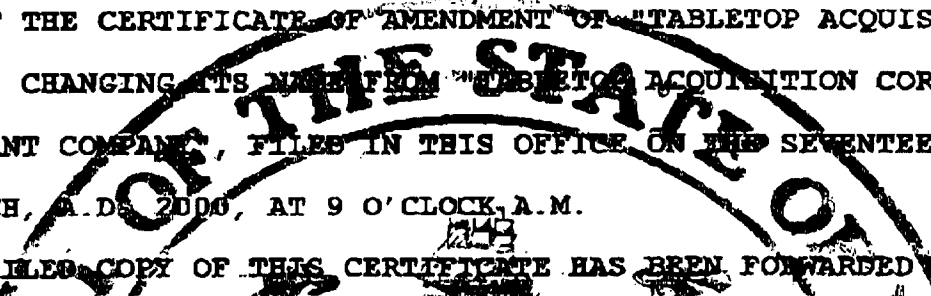
REEL: 002289 FRAME: 0463

State of Delaware
Office of the Secretary of State

PAGE 1

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 AMENDMENT OF "TABLETOP ACQUISITION CORP.", CHANGING ITS NAME FROM "TABLETOP ACQUISITION CORP." TO "MERISANT COMPANY", FILED IN THIS OFFICE ON THE SEVENTEENTH DAY OF MARCH, A.D. 2000, AT 9 O'CLOCK, A.M.

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



Edward J. Freel

Edward J. Freel, Secretary of State

3143413 8100

001135709

AUTHENTICATION: 0322274

DATE: 03-17-00

TRADEMARK
REEL: 002289 FRAME: 0464

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 09:00 AM 03/17/2000
001135709 - 3143413

CERTIFICATE OF AMENDMENT

TO

CERTIFICATE OF INCORPORATION

OF

TABLETOP ACQUISITION CORP.

The undersigned, David S. Uri, as Secretary of Tabletop Acquisition Corp., a corporation organized and existing under the General Corporation Law of the State of Delaware (the "Corporation"), does hereby certify that:

1. The First Article of the Certificate of Incorporation of the Corporation is hereby amended in its entirety as follows:

FIRST: The name of the corporation (the "Corporation") is Merisant Company.

2. This Certificate of Amendment was duly adopted by the sole director and the sole stockholder of the Corporation according to the provisions of Sections 141(f), 228 and 242 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, the undersigned has hereunto subscribed his name this 17th day of March, 2000.

TABLETOP ACQUISITION CORP.

By: /s/ David S. Uri
David S. Uri

Secretary