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U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office

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To the Honorable Commissioner of Patents and Trademarks original documents or copy thereof.

1. Name of conveying party(ies): Continental Organization of Distributor Enterprises, 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: EMCO Foodservice Systems, Inc. Internal Address: Foster Plaza 5 Street Address: 651 Holiday Drive, Suite 200 City: Pittsburgh State: PA Zip: 15220-8107

- 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

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

Execution Date: January 25, 1990

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

See attached Schedule

Additional number(s) attached Yes No

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

Name: Elizabeth Ann Morgan

Internal Address: Powell, Goldstein, Frazer & Murphy LLP

Street Address: 191 Peachtree Street, N.E.

16th Floor

City: Atlanta State: GA Zip: 30303

6. Total number of applications and registrations involved: 20

7. Total fee (37 CFR 3.41) \$ 515.00

- Enclosed Authorized to be charged to deposit account

8. Deposit account number:

501429

(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.

Elizabeth Ann Morgan Name of Person Signing

Signature

May 18, 2001 Date

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

Mail documents to be recorded with required cover sheet information to: Commissioner of Patent & Trademarks, Box Assignments Washington, D.C. 20231

SCHEDULE

Current Owner:

UniPro Foodservice, Inc.

As shown in USPTO records at Reel/Frame1856/0237

<u>Mark</u>	<u>Class</u>	<u>Registration Number</u>	<u>Date of Registration</u>
C.O.D.E.	35	838,954	11/14/1967
CODE	29	842,961	01/23/1968
CODE-O-SPRAY	3	895,200	07/21/1970
CODE (Stylized)	16	984,240	05/21/1974
CODE (Stylized)	32	986,068	06/11/1974
CODE (Stylized)	21	987,167	07/02/1974
CODE (Stylized)	29	997,109	10/29/1974
CODE (Stylized)	25	1,002,868	01/28/1975
CODE YOUR KEY TO BETTER QUALITY & Design	29	1,015,375	07/08/1975
UNO CON SETTE	29	1,326,213	03/19/1985
SERVING TODAY WITH TOMORROW'S IDEAS	42	1,545,768	06/27/1989
CODE	3 and 5	1,575,911	01/09/1990
NOTTINGHAM	30	1,179,409	11/24/1981
CODE	18	1,631,625	01/15/1991
CODE	16	1,634,057	02/05/1991
CODE	25	1,634,185	02/05/1991
CODE	28	1,634,239	02/05/1991
CODE	24	1,636,188	02/26/1991
CODE	11	1,646,760	06/04/1991
CODE	21	1,665,868	11/26/1991

State of Delaware
Office of the Secretary of State PAGE 1

I, HARRIET SMITH WINDSOR, 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 "CONTINENTAL ORGANIZATION OF DISTRIBUTOR ENTERPRISES, INC.", CHANGING ITS NAME FROM "CONTINENTAL ORGANIZATION OF DISTRIBUTOR ENTERPRISES, INC." TO "EMCO FOODSERVICE SYSTEMS, INC.", FILED IN THIS OFFICE ON THE SEVENTH DAY OF FEBRUARY, A.D. 1990, AT 9 O'CLOCK A.M.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

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AUTHENTICATION: 1096570

010188196

DATE: 04-24-01

TRADEMARK
REEL: 002306 FRAME: 0111

**CERTIFICATE OF AMENDMENT
OF
CERTIFICATE OF INCORPORATION**

CONTINENTAL ORGANIZATION OF DISTRIBUTOR ENTERPRISES, INC., a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware, DOES HEREBY CERTIFY:

FIRST: That at a meeting of the Board of Directors of Continental Organization of Distributor Enterprises, Inc. resolutions were duly adopted setting forth a proposed amendment to the Certificate of Incorporation of said corporation, declaring said amendment to be advisable and calling a meeting of the stockholders of said corporation for consideration thereof. The resolution setting forth the proposed amendment is as follows:

RESOLVED, that the Certificate of Incorporation of this Corporation be amended by deleting ARTICLE FIRST and inserting the following in lieu thereof:

"The name of the Corporation is
EMCO FOODSERVICE SYSTEMS, INC."

SECOND: That thereafter, pursuant to resolution of its Board of Directors, a special meeting of the stockholders of said corporation was duly called and held upon written waiver of notice signed by all stockholders, at which meeting the necessary number of shares as required by statute were voted in favor of the amendment.

THIRD: That said amendment was duly adopted in accordance with the provisions of Section 242 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, said CONTINENTAL ORGANIZATION OF DISTRIBUTOR ENTERPRISES, INC. has caused its corporate seal to be hereunto affixed and this certificate to be signed by _____

James M. Irwin, its President and attested by
Leonard M. Bench, its Secretary this 25th day of
January, 1990.

CONTINENTAL ORGANIZATION OF
DISTRIBUTOR ENTERPRISES, INC.

CORPORATE SEAL 1965

DELAWARE

CONTINENTAL ORGANIZATION OF
DISTRIBUTOR ENTERPRISES, INC.

by James M. Irwin
President

ATTEST:

by Leonard M. Bench
Secretary