



101724886

PA

To the Honorable Commissioner of Patents and Trademarks
Patent and Trademark Office

1. Name of conveying party:
Nugget Distributors' Cooperative of America, Inc., dba
Nugget Distributors, Inc.

Individual(s) Association
 General Partnership Limited Partnership
 Corporation-State of Oregon
 Other _____

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

5-15-01

2. Name and address of receiving party:

Name: Premier Foodservice Distributors of America, Inc.
 Internal Address: _____
 Street Address: 4226 Coronado Avenue
 City: Stockton State: CA Zip: 95204

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation-State of Oregon
 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: 1. Corrective filing to correct misspelling of PREMIER (PERMIER) which appears in original Recordation Form Cover Sheet (see attached copy) recorded in the Patent and Trademark Office on July 30, 1999, on Reel 1930, beginning at Frame No. 819.
 2. Corrective filing to correct registration number erroneously stated as Reg. No. 1,438,871 in the original Recordation Form Cover Sheet recorded in the Patent and Trademark Office on July 30, 1999, on Reel 1930, beginning at Frame No. 819. (Should be identified as Reg. No. 1,483,871).

4. Application number(s) or registration number(s):
 A. Trademark Application No.(s)
 See Attached Schedule

B. Trademark Registration No.(s)
 See Attached Schedule

Additional numbers attached? Yes No

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

Name: Christopher Kelly
 Internal Address: Wiley, Rein & Fielding
 Street Address: 1776 K Street, N.W.
 City: Washington State: D.C. Zip: 20006

6. Total number of applications and registrations involved: 83

7. Total fee (37 CFR 3.41) \$ 2,090
 Enclosed
 Authorized to be charged to deposit account

8. Deposit account number:
501129
(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.

Christopher Kelly May 15, 2001
 Name of Person Signing Signature Date

Total number of pages comprising cover sheet _____

Do not detach this portion

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

Public burden reporting for this sample cover sheet is estimated to average about 30 minutes per documents to be recorded, including time for reviewing the document and gathering the data needed, and completing and reviewing the sample cover sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Office of Information Systems, PK2-1000C, Washington, D.C. 20231, and to the Office of Management and Budget, Paperwork Reduction Project (0651-0011), Washington, D.C. 20503.

TRADEMARK
REEL: 002313 FRAME: 0094

From: Nugget Distributors' Cooperative of America, Inc., dba Nugget Distributors, Inc.

To: Premier Foodservice Distributors of America, Inc.

Nature of Conveyance: Change of Name

APPLICATIONS

75/330,815

75/350,761

75/374,299

75/392,990

75/471,388

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ID\CK



From: Nugget Distributors' Cooperative of America, Inc., dba Nugget Distributors, Inc.

To: Premier Foodservice Distributors of America, Inc.

Nature of Conveyance: Change of Name

REGISTRATIONS

205,122	886,489	1,135,842	1,601,182
266,684	935,246	1,140,030	1,694,646
278,452	962,180	1,167,573	1,708,973
681,583	974,080	1,187,018	1,724,866
758,505	974,938	1,196,954	1,776,483
831,951	975,317	1,201,719	1,862,630
832,553	975,394	1,203,781	1,917,093
835,579	980,056	1,217,708	1,922,267
840,639	1,001,111	1,238,627	1,924,950
840,717	1,001,560	1,251,504	1,963,143
841,746	1,006,811	1,258,736	1,967,851
850,859	1,027,789	1,265,199	1,994,066
852,170	1,036,317	1,265,200	2,070,242
852,812	1,065,327	1,329,870	2,082,151
854,417	1,079,172	1,338,541	2,092,591
857,581	1,087,769	1,483,871	2,133,357
857,613	1,095,618	1,487,700	2,134,348
864,780	1,106,395	1,547,763	2,216,793
869,074	1,106,396	1,595,618	
869,076	1,106,397	1,598,830	

ID:989241
ID\CK

CERTIFICATE

State of Oregon

OFFICE OF THE SECRETARY OF STATE
Corporation Division

I, PHIL KEISLING, Secretary of State of Oregon, and Custodian of the Seal of said State, do hereby certify:

That the attached copy of the

Restated

Articles of Incorporation

filed on

March 11, 1998

for

NUGGET DISTRIBUTORS' COOPERATIVE OF AMERICA, INC.

An Oregon Cooperative Corporation

changing the name to

PREMIER FOODSERVICE DISTRIBUTORS OF AMERICA, INC.

*is a true copy of the original document
that has been filed with this office.*

*In Testimony Whereof, I have hereunto set
my hand and affixed hereto the Seal of the
State of Oregon.*

PHIL KEISLING, Secretary of State

By *Marilyn R. Smith*
Marilyn R. Smith
March 24, 1999



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BIG BUSINESS REG10.00



Phone: (503) 846-2200
Fax: (503) 378-4361

Secretary of State
Corporation Division
200 Capitol St. NE, Suite 161
Salem, OR 97310-1327

Articles of Amendment/Restatement/Dissolution—Cooperative

Check the appropriate box below

For office use only

- ARTICLES OF AMENDMENT
(Complete only 1, 2, 3, 4, 5, 9, 10)
- RESTATED ARTICLES OF INCORPORATION
(Complete only 1, 2, 3, 6, 7, 8, 10)
- ARTICLES OF DISSOLUTION
(Complete only 1, 2, 3, 6, 9, 10)

FILED

MAR 11 1998

OREGON
SECRETARY OF STATE

Registry Number: 078712-13

Attach Additional Sheet if Necessary
Please Type or Print Legibly in Black Ink

- 1) NAME OF COOPERATIVE Nugget Distributors' Cooperative of America, Inc.
- 2) DATE OF ADOPTION OF AMENDMENT OR RESTATED ARTICLES March 6, 1998
- 3) MAJORITY VOTE Number of members voting for: 119 Number of members voting against: 9

ARTICLES OF AMENDMENT

4) ARTICLES AMENDED (State the article number(s) and set forth the words(s) to be amended or added.)

5) SHAREHOLDER VOTE (If affected shareholders had the right to vote under ORS 62.502.)

Number of affected shareholders entitled to vote	Number of votes entitled to be cast	Number of votes cast FOR	Number of votes cast AGAINST

RESTATED ARTICLES OF INCORPORATION

6) COPY OF RESTATED ARTICLES

Attached is a copy of the Restated Articles.

7) CHECK ONLY THE APPROPRIATE STATEMENT NA

Affected shareholders do not have the right to vote.

Affected shareholders have the right to vote. The shareholder vote was as follows:

Class or series of shares	Number of affected shares entitling to vote	Number of shares entitled to vote	Number of votes cast FOR	Number of votes cast AGAINST

ARTICLES OF DISSOLUTION

8) SHAREHOLDER VOTE ON RESOLUTION (If authorized)

Total number of shareholders (shareholders present)	Number of votes required for majority	Number of votes cast FOR	Number of votes cast AGAINST

Date of the vote: _____

9) EXECUTION

Printed Name: William P. Barulich

Signature: William P. Barulich

Title: Chairman of the Board of Directors

10) CONTACT NAME: William Dentino

DAYTIME PHONE NUMBER: (916) 321-4444

FEES

Make check payable to "Corporation Division"

NOTE: Filing fees may be paid with VISA or MasterCard. The card number and expiration date should be attached on a separate sheet for your convenience.

[Handwritten signature]
3/11

078712-13

AMENDED AND RESTATED
ARTICLES OF INCORPORATION

of

Nugget Distributors' Cooperative of America, Inc.
A Cooperative Corporation

FILED

MAR 11 1998

OREGON
SECRETARY OF STATE

ARTICLE I

The name of this Cooperative is Premier Foodservice Distributors of America, Inc., a Cooperative Corporation, and its duration shall be perpetual.

ARTICLE II

The purposes for which the Cooperative is organized are: to render services to its members by utilizing their united efforts for the efficient and economical purchase, distribution and marketing of approved brand foods and non-foods sold or distributed through their various business establishments throughout the United States, Canada and other parts of North America, and generally to engage in any lawful activity for which corporations may be organized under ORS Chapter 62.

ARTICLE III

The Cooperative is organized without membership stock. The amount of the membership fee is \$10.00 and the membership fee shall not be changed without an amendment to the Articles of Incorporation. The limitations on transfer of a membership are as follows:

No member may transfer his membership in this Cooperative without first obtaining the written consent of the Board of Directors of the Cooperative. If, upon written receipt of a request for approval of a transfer, it appears to the Board of Directors

Premier Foodservice Distributors of America, Inc.
Amended and Restated Articles of Incorporation

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that the transferee is otherwise eligible for membership in this Cooperative, it shall approve the request, subject to whatever terms and conditions it shall deem necessary and appropriate.

ARTICLE IV

The basis of distribution of assets in the event of dissolution or liquidation shall be determined and fixed in accordance with the following rule:

The amount of property each member is to receive shall be measured by the unrefunded contribution of the member in money or property to the Cooperative's Revolving Fund or funds and shall be in the same proportion as the member's unrefunded contribution to the Revolving Fund bears to all unrefunded contributions to the Revolving Fund by all the members.

Dated: 3/6, 1998.


WILLIAM P. BARULICH, Chairman
of the Board of Directors

078712-13

STATE OF CALIFORNIA)

COUNTY OF San Francisco)

ss.

On 6 March 1998, before me, Denise Cooper the undersigned notary public, personally appeared WILLIAM P. BARULICH, personally known to me (or proved to me on the basis of satisfactory evidence) to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his authorized capacity, and that by his signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.

WITNESS my hand and official seal.

Denise Cooper

