

07-23-2001



To the Honorable Commissioner of
thereof.

1 the attached original documents or copy

101785112



1. Name of conveying party(ies):

John Sexton & Co.

7-17-61

☐ Individual(s) ☐ Association

☐ General Partnership ☐ Limited Partnership
☒ Corporation - 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: December 8, 2000

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

Name: JP Foodservice Distributors, Inc.

Internal Address: 9755 Patuxent Woods Drive

Street Address:

City: Columbia State: Maryland ZIP 21046

☐ Individual(s) citizenship

☐ Association

☐ General Partnership

☐ Limited Partnership

☒ Corporation - DELAWARE

☐ Other

If assignee is not domiciled in the United States, a domestic
representative designation is attached:
☐ Yes ☒ No

(Designation 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)

1030941 1070478 2167432

Additional numbers attached? ☐ Yes ☒ No

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

Name: Victor F. DeFrancis, Esq.

Internal Address: Cooley Godward LLP

Street Address: One Freedom Square

Reston Town Center

11951 Freedom Drive

City: Reston State: VA ZIP 20190-5601

6. Total number of applications and registration
involved: 3 (three)

7. Total fee (37 CFR 3.41): \$ 90.00

☒ Enclosed

☒ Authorized to be charged to deposit account

8. Deposit account number:

03-3118

(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.

Victor F. DeFrancis

7/17/01
Date

Total number of pages including cover sheet, attachments, and document: 4

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

07/20/2001 DBYRNE 00000121 1030941

01 FC:481

02 FC:482

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50.00 OP

TRADEMARK
REEL: 2333 FRAME: 0301

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 OWNERSHIP, WHICH MERGES:

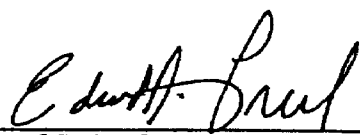
"JOHN SEXTON & CO.", A DELAWARE CORPORATION,

WITH AND INTO "JP FOODSERVICE DISTRIBUTORS, INC." UNDER THE NAME OF "JP FOODSERVICE DISTRIBUTORS, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE EIGHTEENTH DAY OF DECEMBER, A.D. 2000, AT 9:12 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF OWNERSHIP IS THE THIRTIETH DAY OF DECEMBER, A.D. 2000, AT 10 O'CLOCK A.M.

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





Edward J. Freel, Secretary of State

AUTHENTICATION: 0864905

2193879 8100M

001633024

DATE: 12-19-00
TRADEMARK
REEL: 2333 FRAME: 0302

CERTIFICATE OF OWNERSHIP AND MERGER

OF

**JOHN SEXTON & CO.
(a Delaware corporation)**

INTO

**JP FOODSERVICE DISTRIBUTORS, INC.
(a Delaware corporation)**

**(Under Section 253 of the General
Corporation Law of the State of Delaware)**

JP Foodservice Distributors, Inc., a corporation existing under the laws of Delaware (the "Successor Corporation"), hereby certifies that:

FIRST: The Successor Corporation is a business corporation of the State of Delaware.

SECOND: The Successor Corporation owns all of the outstanding shares of the stock of John Sexton & Co., which is also a business corporation of the State of Delaware (the "Merging Corporation").

THIRD: On December 8, 2000, the Board of Directors of the Successor Corporation adopted the following resolutions to merge the Merging Corporation into the Successor Corporation (the "Merger"):

RESOLVED: That it is advisable and in the best interest of JP Foodservice Distributors, Inc. (the "Corporation") to enter into, and the Board of Directors hereby approves, the merger of John Sexton & Co., a Delaware corporation (the "Subsidiary") with and into the Corporation, as the sole stockholder of the Subsidiary, including the assumption of all of the Subsidiary's obligations, in accordance with Section 253 of the Delaware General Corporation Law (the "Merger").

RESOLVED: That the appropriate officers of the Corporation are authorized and directed, in the name of and on behalf of the Corporation to execute, acknowledge, seal and file the documents prescribed by the laws of the State of Delaware and by the laws of any other appropriate jurisdiction in order to consummate the Merger, and to take all other actions determined by such officers to be necessary or appropriate to fulfill the purposes of these resolutions.

RESOLVED: That the effective time of the Certificate of Ownership and Merger setting forth a copy of these resolutions, and the time when the Merger shall become effective shall be 10:00 a.m., Baltimore, Maryland time, December 30, 2000.

FOURTH: The merger shall be effective at 10:00 a.m., Baltimore, Maryland time, December 30, 2000.

IN WITNESS WHEREOF, JP Foodservice Distributors, Inc. has caused this certificate to be signed by David M. Abramson, its authorized officer, on the 30 day of December, 2000.

JP FOODSERVICE DISTRIBUTORS, INC.

By: 

David M. Abramson
Executive Vice President