

08-23-2001



RECORDATION FORM COVER SHEET  
**TRADEMARKS ONLY**

U.S. DEPARTMENT OF COMMERCE  
Patent and Trademark Office

s and Trademarks: Please record the attached original documents or copy thereof.

101821121

1. Name of conveying party(ies):

Cedarburg Dairy, Inc.

8-801

- Individual(s)
- General Partnership
- Corporation-State - Delaware
- Other \_\_\_\_\_
- Association
- Limited Partnership

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

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other \_\_\_\_\_
- Merger
- Change of Name

Execution Date: December 30, 1995

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

Name: Marigold Foods, Inc.

Internal Address:

Street Address: 2929 University Avenue S.E.

City: Minneapolis State: MN ZIP: 55414

- 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): 1

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

1,306,234

400

Additional numbers attached?  Yes  No

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

Name: Molly Buck Richard

Internal Address: Strasburger & Price, L.L.P.

Street Address: 901 Main Street, Suite 4300

City: Dallas State: TX ZIP: 75202

6. Total number of applications and registrations involved: 1

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

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number: 19-4547

(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.*

Molly Buck Richard

August 8, 2001

Name of Person Signing

Signature

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 Patents & Trademarks, Box Assignments, Washington, D.C. 20231

08/22/2001 TDIAZI 00000149 1306234

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40.00 OP

STATE OF DELAWARE  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
FILED 09:00 AM 12/27/1995  
950308133 - 858823

**CERTIFICATE OF OWNERSHIP  
MERGING  
BVIC ACQUISITION, INC. AND CEDARBURG DAIRY, INC.  
INTO  
MARIGOLD FOODS, INC.**

(Pursuant to Section 253 of the General Corporation Law of Delaware)

Marigold Foods, Inc., a corporation incorporated on the 21st day of August, 1978, pursuant to the provisions of the General Corporation Law of the State of Delaware:

**DOES HEREBY CERTIFY** that this corporation owns 100% of the capital stock of BVIC Acquisition, Inc., a corporation incorporated on the 9th day of February, 1993, pursuant to the provisions of the State of Delaware, and that this corporation, by a resolution of its Board of Directors duly adopted by unanimous written action dated December 13, 1995, determined to and did merge into itself said BVIC Acquisition, Inc., which resolution is in the following words to wit:

**WHEREAS** this corporation lawfully owns 100% of the outstanding stock of BVIC Acquisition, Inc., a corporation organized and existing under the laws of the State of Delaware; and

**WHEREAS** this corporation desires to merge into itself the said BVIC Acquisition, Inc., and to be possessed of all the estate, property, rights, privileges and franchises of said corporation;

**NOW, THEREFORE, BE IT RESOLVED**, that effective the 30th day of December, 1995, this corporation merge into itself said BVIC Acquisition, Inc., and assume all of its liabilities and obligations; and

**FURTHER RESOLVED**, that the president of this corporation be and he hereby is directed to make and execute a certificate of ownership setting forth a copy of the resolution to merge said BVIC Acquisition, Inc., and assume its liabilities and obligations, and the date of adoption thereof, and to file the same in the office of the Secretary of State of Delaware, and a certified copy thereof in the office of the Recorder of Deeds of New Castle County; and

**FURTHER RESOLVED**, that the officers of this corporation be and they hereby are authorized and directed to do all acts and things whatsoever, whether within or without the State of Delaware, which may be in any way necessary or proper to effect said merger.

**DOES HEREBY CERTIFY** that this corporation owns 100% of the capital stock of Cedarburg Dairy, Inc., a corporation incorporated on the 11th day of June, 1993, pursuant to the provisions of the State of Delaware, and that this corporation, by a resolution of its Board of Directors duly adopted by unanimous written action dated December 13, 1995, determined to and did merge into itself said Cedarburg Dairy, Inc., which resolution is in the following words to wit:

**WHEREAS** this corporation lawfully owns 100% of the outstanding stock of Cedarburg Dairy, Inc., a corporation organized and existing under the laws of the State of Delaware; and

**WHEREAS** this corporation desires to merge into itself the said Cedarburg Dairy, Inc., and to be possessed of all the estate, property, rights, privileges and franchises of said corporation;

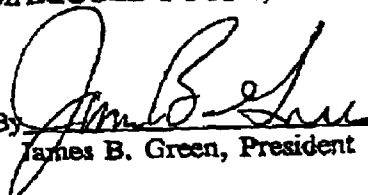
**NOW, THEREFORE, BE IT RESOLVED**, that effective the 30th day of December, 1995, this corporation merge into itself said Cedarburg Dairy, Inc., and assume all of its liabilities and obligations; and

**FURTHER RESOLVED**, that the president of this corporation be and he hereby is directed to make and execute a certificate of ownership setting forth a copy of the resolution to merge said Cedarburg Dairy, Inc., and assume its liabilities and obligations, and the date of adoption thereof, and to file the same in the office of the Secretary of State of Delaware, and a certified copy thereof in the office of the Recorder of Deeds of New Castle County; and

**FURTHER RESOLVED**, that the officers of this corporation be and they hereby are authorized and directed to do all acts and things whatsoever, whether within or without the State of Delaware, which may be in any way necessary or proper to effect said merger.

**IN WITNESS WHEREOF**, said Marigold Foods, Inc., has caused this certificate to be signed by James B. Green, its President, this 27th day of December, 1995.

MARIGOLD FOODS, INC.

By   
James B. Green, President

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TOTAL P. 03