

9-1021

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

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Tab settings

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

1. Name of conveying party(ies): Dole Bakersfield, Inc. 10
Individual(s) Association
General Partnership Limited Partnership
Corporation-State California
Other
Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies)
Name: Bud Antle, Inc.
Internal Address:
Street Address: 639 S. Sanborn Road
City: Salinas State: CA Zip: 93901
Individual(s) citizenship
Association
General Partnership
Limited Partnership
Corporation-State California
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 2, 2001

4. Application number(s) or registration number(s):
A. Trademark Application No.(s)
B. Trademark Registration No.(s)
0713986
Additional number(s) attached Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: Wendy Billingsley
Internal Address:
Street Address: One Dole Drive
Westlake Village
City: State: CA Zip: 91362

6. Total number of applications and registrations involved: 1
7. Total fee (37 CFR 3.41): \$Applicable Fee
Enclosed
Authorized to be charged to deposit account
8. Deposit account number: 041269
(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.
Wendy Billingsley August 31, 2001
Name of Person Signing Signature Date
Assistant Secretary
Total number of pages including cover sheet, attachments, and document: 5

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

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SECRETARY OF STATE

I, *BILL JONES*, Secretary of State of the State of California, hereby certify:

That the attached transcript of 5 page(s) has been compared with the record on file in this office, of which it purports to be a copy, and that it is full, true and correct.

IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this day of

JAN - 3 2001



Bill Jones

Secretary of State

AGREEMENT OF MERGER

JAN - 2 2001

OF

BUD ANTLE, INC.

BILL JONES, Secretary of State

AND

DOLE BAKERSFIELD, INC.

THIS AGREEMENT OF MERGER is entered into on December 18, 2000 between BUD ANTLE, INC., a California corporation, and DOLE BAKERSFIELD, INC., a California corporation as approved by the Board of Directors of each of said corporation:

1. Bud Antle, Inc., which is a corporation incorporated in the state of California and which is sometimes hereinafter referred to as the "disappearing corporation", shall be merged with and into Dole Bakersfield, Inc., which is a corporation incorporated in the state of California, and which is sometimes referred to as the "surviving corporation".
2. The separate existence of the disappearing corporation shall cease upon the effective date of the merger in accordance with the provisions of the General Corporation Law of the State of California.
3. The surviving corporation shall continue its existence under the name **Bud Antle, Inc.**, pursuant to the provisions of the General Corporation Law of the State of California.
4. The Articles of Incorporation of the surviving corporation upon the effective date of the merger shall be the Articles of Incorporation of said surviving corporation except that Article FIRST of the Articles of Incorporation thereof, relating to the name of the corporation is hereby amended and changed so as to read as follows upon the effective date of the merger:

"The name of this corporation is

BUD ANTLE, INC."

and said Articles of Incorporation as herein amended and changed shall continue in full force and effect until further amended and changed in the manner prescribed by the provisions of the General Corporation Law of the State of California.

5. The bylaws of the surviving corporation upon the effective date of the merger shall be the bylaws of the surviving corporation and shall continue in full force and effect until changed, altered, or amended as therein provided and in the manner prescribed by the provisions of the General Corporation Law of the State of California.
6. The directors and officers in office of the surviving corporation upon the effective date of the merger shall continue to be the members of the Board of Directors and officers of the surviving corporation, all of whom shall hold their directorships and offices until tenure is otherwise terminated in accordance with the bylaws of the surviving corporation.

7. Upon the effective date of the merger, each issued share of the disappearing corporation shall, by virtue of the merger and without any action upon the part of the holder thereof, no longer be issued and outstanding and shall be canceled without consideration. The issued shares of the surviving corporation shall not be converted or exchanged in any manner or any consideration be paid therefor, but each said share which is issued as of the effective date of the merger shall continue to represent one issued share of the surviving corporation.
8. The Agreement of Merger herein entered into and approved shall be submitted to the shareholders entitled to vote thereon of the disappearing corporation and of the surviving corporation for their approval or rejection in the manner prescribed by the provisions of the General Corporation law of the State of California.
9. In the event that this Agreement of Merger shall have been approved by the shareholders entitled to vote of the disappearing corporation and of the surviving corporation in the manner prescribed by the provisions of the General Corporation Law of the State of California, the disappearing corporation and the surviving corporation hereby agree that they will cause to be executed and filed and/or recorded any document or documents prescribed by the laws of the State of California, and that they will cause to be performed all necessary acts therein and elsewhere to effectuate the merger.
10. The Board of Directors and the proper officers of the disappearing corporation and of the surviving corporation, respectively, are hereby authorized, empowered and directed to do any and all acts and things, and to make, execute, deliver, file, and/or record any and all instruments, papers and documents which shall be or become necessary, proper or convenient to carry out or put into effect any of the provisions of this Agreement of Merger or the merger herein provided for.

December 8, 2000

BUD ANTLE, INC.

By:

Title: VP TAXES

By:

Title: ASSISTANT SECRETARY

Dole Bakersfield, Inc.

By:

Title: VP TAXES

By:

Title: ASSISTANT SECRETARY