



10-1501

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RECORDATION FORM COVER SHEET  
TRADEMARKS ONLY

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

**Submission Type**

New

Resubmission (Non-Recordation)  
Document ID # \_\_\_\_\_

Correction of PTO Error  
Reel # \_\_\_\_\_ Frame # \_\_\_\_\_

Corrective Document  
Reel # \_\_\_\_\_ Frame # \_\_\_\_\_

**Conveyance Type**

Assignment  License

Security Agreement  Nunc Pro Tunc Assignment

Merger

Change of Name

Other \_\_\_\_\_

Effective Date  
Month Day Year  
07 29 01

**Conveying Party**  Mark if additional names of conveying parties attached.

Name Nabisco Brands Company Execution Date  
Month Day Year  
07 27 01

Formerly \_\_\_\_\_

Individual  General Partnership  Limited Partnership  Corporation  Association

Other \_\_\_\_\_

Citizenship/State of Incorporation/Organization Delaware

**Receiving Party**  Mark if additional names of receiving parties attached.

Name Kraft Foods Holdings, Inc.

DBA/AKA/TA \_\_\_\_\_

Composed of \_\_\_\_\_

Address (line 1) Three Lakes Drive

Address (line 2) \_\_\_\_\_

Address (line 3) Northfield Illinois 60093  
City State Zip Code

Individual  General Partnership  Limited Partnership  Association

Corporation  Association

Other \_\_\_\_\_

Citizenship/State of Incorporation/Organization Delaware

If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be on a separate document from assignment.)

10/25/2001 6TOM11 00000139 061135 75325278

01 FC:481 40.00 CH  
02 FC:482 125.00 CH

FOR OFFICE USE ONLY

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FORM PTO-1618B

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Expires 06/30/99  
OMB 0651-0027

U.S. Department of  
Commerce  
Patent and Trademark Office  
**TRADEMARK**

**Domestic Representative Name and Address**

Enter for the first Receiving Party only.

Name \_\_\_\_\_

Address (line 1) \_\_\_\_\_

Address (line 2) \_\_\_\_\_

Address (line 4) \_\_\_\_\_

**Correspondent Name and Address**

Area Code and Telephone Number 312-577-7000

Name Joseph T. Nabor

Address (line 1) Fitch, Even, Tabin & Flannery

Address (line 2) 120 South LaSalle Street, Suite 1600

Address (line 4) Chicago, Illinois 60603

Pages Enter the total number of pages of the attached conveyance document including any attachments. # 8

**Trademark Application Number(s) or Registration Number(s)** [ ] Mark if additional numbers attached.  
*Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).*

**Trademark Application Number(s)**

**Registration Number(s)**

75/325278	75/820985				
75/575933	75/905001				
75/757878	78/012308				

**Number of Properties**

Enter the total number of properties involved. # 6

**Fee Amount**

Fee Amount for Properties Listed (37 CFR 3.41): \$ 165.00

Method of Payment: Enclosed [ ] Deposit Account [X]  
(Enter for payment by deposit account or if additional fees can be charged to the account.)

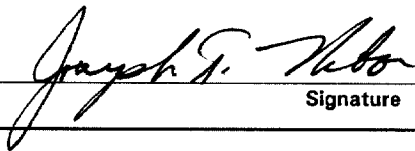
Deposit Account Number: # 06-1135

Authorization to charge additional fees: Yes [X] No [ ]

**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. Charges to deposit account are authorized, as indicated herein.*

Joseph T. Nabor  
Name of Person Signing

  
Signature

10/10/01  
Date Signed

*State of Delaware*  
*Office of the Secretary of State*      PAGE 1

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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 MERGER, WHICH MERGES:

"NABISCO BRANDS COMPANY", A DELAWARE CORPORATION,

"NABISCO MUSIC PUBLISHERS, INC.", A DELAWARE CORPORATION,

"NABISCO MUSIC VENTURES, INC.", A DELAWARE CORPORATION,

WITH AND INTO "KRAFT FOODS HOLDINGS, INC." UNDER THE NAME OF "KRAFT FOODS HOLDINGS, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-SEVENTH DAY OF JULY, A.D. 2001, AT 4:30 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE TWENTY-NINTH DAY OF JULY, A.D. 2001, AT 11:59 O'CLOCK P.M.



*Harriet Smith Windsor*  
Harriet Smith Windsor, Secretary of State

3123106 8100M

AUTHENTICATION: 1275085

010375837

DATE: 08-02-01

**CERTIFICATE OF MERGER**  
**OF**  
**NABISCO BRANDS COMPANY,**  
**NABISCO MUSIC VENTURES, INC. AND**  
**NABISCO MUSIC PUBLISHERS, INC.**  
**INTO**  
**KRAFT FOODS HOLDINGS, INC.**

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**Pursuant to Section 251 of the**  
**General Corporation Law of the State of Delaware**

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KRAFT FOODS HOLDINGS, INC., a corporation organized and existing under the law of the State of Delaware (the "Corporation"),

DOES HEREBY CERTIFY:

FIRST: The constituent business corporations participating in the merger herein certified are:

(a) Nabisco Brands Company, which is incorporated under the laws of the State of Delaware;

(b) Nabisco Music Ventures, Inc., which is incorporated under the laws of the State of Delaware;

(c) Nabisco Music Publishers, Inc., which is incorporated under the laws of the State of Delaware; and

(d) Kraft Foods Holdings, Inc., which is incorporated under the laws of the State of Delaware.

SECOND: The Agreement of Merger of Nabisco Brands Company, Nabisco Music Ventures, Inc., and Nabisco Music Publishers, Inc. with and into Kraft Foods Holdings, Inc. has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations.

THIRD: The name of the surviving corporation is Kraft Foods Holdings, Inc.

FOURTH: The Certificate of Incorporation of the Corporation shall be the Certificate of Incorporation of the surviving corporation.

FIFTH: The merger is to become effective at 11:59 p.m. (Eastern Daylight Time) on July 29, 2001.

SIXTH: The executed Agreement of Merger is on file at the principal place of business of the surviving corporation, the address of which is Three Lakes Drive, Northfield, Illinois 60093.

SEVENTH: A copy of the Agreement of Merger will be furnished by the surviving corporation on request and without cost to any stockholder of any constituent corporation.

Dated: July 27, 2001

**KRAFT FOODS HOLDINGS, INC.**

By: /s/ Robert L. Herst  
Name: Robert L. Herst  
Title: Vice President