

01-04-2002



HEET
LY

Docket No.:
0112817-008

101933502

Tab settings

To the Honorable Commissioner of F.

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

1. Name of conveying party(ies):

Artel Inc.
570 Cure-Boivin Blvd.
Boisbrand (Quebec), J7G 2A7
Canada

- Individual(s)
- General Partnership
- Corporation-~~State~~ Canada
- Other
- Association
- Limited Partnership

Additional names(s) of conveying party(ies) Yes No

3. Nature of conveyance: 12/31/01

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

Execution Date: May 28, 2001

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

Name: Conagra Frozen Foods Ltd./
Aliments Surgeeles Conagra Ltee
Internal Address:

Street Address: 570 Cure-Boivin Blvd.
Quebec J7G 2A7
City: Boisbrand ~~State~~ XXX
Canada

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-~~State~~ XXX Canada
- Other

If assignee is not domiciled in the United States, a domestic designation is Edward A. Lehman Yes N
(Designations must be a separate document from
Additional name(s) & address(es) Yes N

4. Application number(s) or registration numbers(s):

A. Trademark Application No.(s)

75/607,718
75/091,731
75/091,735

Additional numbers

B. Trademark Registration No.(s)

2,457,975
2,457,976

Yes No

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

Name: Edward A. Lehman, Esq.

Internal Address: Bell, Boyd & Lloyd LLC

Street Address: P.O. Box 1135

City: Chicago State: IL ZIP: 60690

6. Total number of applications and registrations involved:.....

5

7. Total fee (37 CFR 3.41):.....\$ 140.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

02-1818

01/03/2002 TDIAZ1 00000205 75607718

DO NOT USE THIS SPACE

01 FC:481 40.00 DP
02 FC:482 100.00 DP

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.

Edward A. Lehman, Esq.
Name of Person Signing

Edward A. Lehman

Signature

November 28, 2001

Date

Total number of pages including cover sheet, attachments, and

TRADEMARK

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

DESIGNATION OF DOMESTIC REPRESENTATIVE

Marks: ARTEL; ARTEL & Design; DEL MAESTRO;
DEL MAESTRO (Stylized) and DEL MAESTRO & Design

Application and
Registration Nos.: 75/091,731; 75/091,735; 75/607,718; 2,457,975 and 2,457,976

Assignee: ConAgra Frozen Foods Ltd./Aliments surgelés ConAgra ltée

Commissioner of Patents and Trademarks
BOX ASSIGNMENTS
Washington, D.C. 20231
Attn: Trademark Assignment Branch


Edward A. Lehman, Esq., whose postal address is Bell, Boyd & Lloyd LLC, P.O. Box 1135, Chicago, Illinois 60690-1135, is hereby designated as applicant's representative upon whom notice or process in proceedings affecting the marks may be served. **Please direct all correspondence to:**

Edward A. Lehman, Esq.
Bell, Boyd & Lloyd LLC
P.O. Box 1135
Chicago, Illinois 60690-1135
Direct Phone: 312/807-4205
Fax: 312/372-2098

DATED: This 8th day of November, 2001.

CONAGRA FROZEN FOODS LTD. -
ALIMENTS SURGELÉS CONAGRA LTÉE

By:


(Signature)

Name: JOHN P. GEMINARI
Title: President

Quebec

CERTIFICATE OF REGULARITY

An Act respecting the Legal publicity of Sole
Proprietorships, Partnerships and Legal Persons Act
(R.S.Q., c. P-45, sections 80 and 517)

*I certify that the document annexed is a true copy of a document contained
in registers and records or filed with the register of Sole Proprietorships,
Partnerships and Legal persons about articles of amendment excerpt of*

ALIMENTS SURGELÉS CONAGRA LTÉE

And its version(s)

CONAGRA FROZEN FOODS LTD.

September 21, 2001

1148483416

QUEBEC

The Inspector General
of Financial Institutions

Inspector General of Financial Institutions

counter signatory

E132C26S14A32SB

Translator's Certificate

I, Josée Tourangeau, hereby certify that I am familiar with the English and French languages, and the above translation is a true translation from French to English, of the document named: "certificat de conformité" E132C26S14A32SB, dated September 21, 2001.

By: 

Josée Tourangeau

Dated: October 11, 2001

TRADEMARK
REEL: 002416 FRAME: 0233

Form 5
ARTICLES OF AMENDMENT
Companies Act, R.S.Q., c. C-38
Part 1A

1 Name of company CONAGRA FROZEN FOODS LTD. ALIMENTS SURGELÉS CONAGRA LTÉE	
2 Motion presented pursuant to section 123.140 and following of Companies Act	
3 The articles of the above-named company are amended as follows: The name of the company has been changed from ARTEL INC. to CONAGRA FROZEN FOODS LTD.- ALIMENTS SURGELÉS CONAGRA LTÉE	
2 Effective date, if different from the filing date (see directives) May 28, 2001	5 Name of company (or administrative number) preceding the amendment, if different from the one mentioned in space 1 ARTEL INC.

If space is insufficient, annex an appendix in duplicate

Signature of
Authorized director _____

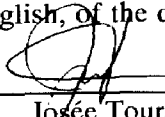
Reserved to the administration

C-215 (Rev 02-96)
A-110105-GG9907
DSG 01/2000

Government of Quebec
Filed on
May 24, 2001
The Inspector General of
Financial Institutions

Translator's Certificate

I, Josée Tourangeau, hereby certify that I am familiar with the English and French languages, and the above translation is a true translation from French to English, of the document named: "Statuts de modification" dated May 24, 2001.

By: 
Josée Tourangeau
Dated: October 11, 2001

CERTIFICAT DE CONFORMITÉ

*Loi sur la publicité légale des entreprises individuelles,
des sociétés et des personnes morales
(L.R.Q., chap. P-45, art. 80 et 517)*

*J'atteste que le document ci-joint est une copie conforme d'un document
contenu dans les registres et archives ou déposé au registre des
entreprises individuelles, des sociétés et des personnes morales,
concernant l'extrait des statuts de modification de*

ALIMENTS SURGELÉS CONAGRA LTÉE

et sa ou ses version(s)

CONAGRA FROZEN FOODS LTD.

Le 21 septembre 2001

1148483416




Inspecteur général des institutions financières


Contresignataire

E132C26S14A32SB

RECORDED: 12/31/2001

**TRADEMARK
REEL: 002416 FRAME: 0235**