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FORM PTO-1618A
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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 # _____
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Conveyance Type

- Assignment License
- Security Agreement Nunc Pro Tunc Assignment
Effective Date
Month Day Year
06/07/2000
- Merger
- Change of Name
- Other _____

Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year

Name CULTOR FOOD SCIENCE, INC.

03/02/2001

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 DANISCO CULTOR AMERICA, INC.

DBA/AKA/TA _____

Composed of _____

Address (line 1) 430 Saw Mill River Road

Address (line 2) _____

Address (line 3) Ardsville New York 10502-2605
City State/Country Zip Code

- Individual General Partnership Limited Partnership 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 a separate document from Assignment.)

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01/14/2002 6TON11 00000388 2272136
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Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

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Correspondent Name and Address

Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

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

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)		
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="2272136"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
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Number of Properties Enter the total number of properties involved. #

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

Method of Payment: Enclosed Deposit Account

Deposit Account (Enter for payment by deposit account or if additional fees can be charged to the account.)
Deposit Account Number: #

Authorization to charge additional fees: Yes 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.

KEITH E. DANISH

Keith Danish

Nov. 9, 2001

Name of Person Signing

Signature

Date Signed

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

Registrant: DANISCO CULTOR AMERICA, INC.

Mark : GUARDIAN

Reg. No.: 2,272,136

Dated: August 24, 1999

POWER OF ATTORNEY

The registrant hereby revokes all prior powers of attorney in connection with the above-referenced registration and appoints Mark I. Peroff, Keith E. Danish, Naomi S. Rhodes, Jacqueline M. Stelling, Valerie L. Boccadora and all members of the Bar of the State of New York in the firm of *Trademark & Patent Counselors of America, P.C.*, 915 Broadway, New York, New York 10010-7108, telephone number (212) 387-0247, fax number (212) 387-0167, as its attorneys to transact all business in the Patent and Trademark Office in connection with said registration.

Please address all correspondence in this matter to the attention of:

Mark I. Peroff, Esq.
Trademark & Patent Counselors of America, P.C.
915 Broadway
New York, New York 10010-7108

DANISCO CULTOR AMERICA, INC.

Dated: November 1, 2001

By



State of Delaware
Office of the Secretary of State

PAGE 1

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 AMENDMENT OF "CULTOR FOOD SCIENCE, INC.", CHANGING ITS NAME FROM "CULTOR FOOD SCIENCE, INC." TO "DANISCO CULTOR AMERICA, INC.", FILED IN THIS OFFICE ON THE SEVENTH DAY OF JUNE, A.D. 2000, AT 9 O'CLOCK A.M.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 1001819

DATE: 03-02-01

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TRADEMARK
REEL: 002422 FRAME: 0812

**CERTIFICATE OF AMENDMENT OF THE CERTIFICATE OF INCORPORATION
OF
CULTOR FOOD SCIENCE, INC.**

Adopted in accordance with the provisions of Section 242 of the General Corporation Law of the State of Delaware

It is hereby certified that:


- 1. The name of the corporation (hereinafter called the "Corporation") is Cultor Food Science, Inc.
- 2. The Certificate of Incorporation of the Corporation is hereby amended by deleting Section 1 thereof and substituting in lieu of said Section the following new Section:

"FIRST: The name of the corporation is Danisco Cultor America, Inc."

- 3. The amendment of the Certificate of Incorporation of the Corporation herein certified has been duly adopted in accordance with the provisions of Sections 228 and 242 of the General Corporation Law of the State of Delaware by unanimous written consent of the Board of Directors followed by the written consent of the sole stockholder of the Corporation.

IN WITNESS WHEREOF, the Corporation has caused this Certificate to be executed on its behalf by Robert H. Mayer, its President and Richard Q. Russett, its Secretary, hereby declaring and certifying that this is the act and deed of the Corporation and that the facts stated herein are true.

Dated as of May 5, 2000


Robert H. Mayer
President

Attest:

Richard Q. Russett
Secretary

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 09:00 AM 06/07/2000
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