

SCHEDULE A

CLIENT	DOCKET NO.	SERIAL NO.	FILE DATE	REG. NO.	REG. DATE	CLASS	STATUS	TRADEMARK
BSFP	1144	22526	11/20/1995	2164347	06/09/1998	29	REG	FISCHER'S PREMIUM SELECT
BSFP	12239	579988	10/30/1998			29	PEN	SNACK JACK
BSFP	12239-1	162149	11/09/2000			29	PEN	SNACK JACK
BSFP	12261	602493	12/10/1998	2457959	06/05/2001	29	REG	SNACK JACK & DESIGN
BSFP	1228	77635	03/25/1996	2156039	05/12/1998	29	REG	PREMIUM SELECT
BSFP	12325 CL29	701821	05/10/1999	2321959	02/22/2000	29	REG	WILLIAM FISCHER PREMIUM DELI (LOGO)
BSFP	12325 CL29-1	873338	12/17/1999	2398098	10/24/2000	29	REG	WILLIAM FISCHER PREMIUM DELI (LOGO)
BSFP	12325 CL30	709370	05/17/1999	2351751	05/23/2000	30	REG	WILLIAM FISCHER PREMIUM DELI (LOGO)
BSFP	13145CL28	217542	03/01/2001			28	PEN	MR. BOLOGNA
BSFP	13145CL29	217680	03/01/2001			29	PEN	MR. BOLOGNA
BSFP	13146CL28	241045	04/16/2001			28	PEN	MR. BOLOGNA & DESIGN
BSFP	13146CL29	241046	04/16/2001			29	PEN	MR. BOLOGNA & DESIGN
BSFP	13147	217854	03/01/2001			29	PEN	BOLOGNA MAKIN'PEOPLE
BSFP	13148	217853	03/01/2001			29	PEN	BACON MAKIN'BOLOGNA MAKIN' SMILE MAKIN' PEOPLE
BSFP	13149	217858	03/01/2001			29	PEN	SMILE MAKIN' PEOPLE
BSFP	2061 CL29	473642	04/24/1998	2288283	10/19/1999	29	REG	BIGGER SLICES BETTER SANDWICHES
BSFP	8376	86390	08/09/1990	1703518	07/28/1992	29	REG	FESTIVAL
BSFP	8539	61091	08/22/1975	1041882	06/22/1976	29	REG	FISCHER'S
BSFP	8551	172601	06/03/1991	1687997	05/19/1992	29	REG	FISCHER'S (LOGO)

SCHEDULE A

CLIENT	DOCKET NO.	SERIAL NO.	FILE DATE	REG. NO.	REG. DATE	CLASS	STATUS	TRADEMARK
BSFP	8596-1	150581	10/20/2000			29	PEN	GOURMET TRIM
BSFP	8597	61125	08/22/1975	1052534	11/09/1976	29	REG	THE BACON MAKIN' PEOPLE
BSFP	8598	61126	08/22/1975	1037588	04/06/1976	29	REG	MELLWOOD
BSFP	8599	61127	08/22/1975	1035885	03/16/1976	29	REG	BELMONT
BSFP	8645	752404	09/19/1988	1543759	06/13/1989	29	REG	FESTIVAL
BSFP	8646	383993	02/16/1971	934053	05/16/1972	29	REG	FESTIVAL
BSFP	8647	282411	10/12/1967	858349	10/08/1968	29	REG	FESTIVAL
BSFP	8657	184856	07/15/1991	1684563	04/28/1992	29	REG	THE BEST THING NEXT TO SLICED BREAD
BSFP	8736	211390	10/11/1991	1779073	06/29/1993	29	REG	QUIK CUT
BSFP	8736-1	286883	07/19/2001			29	PEN	QUIK CUT
BSFP	8748	211539	10/11/1991	1718425	09/22/1992	29	REG	FOUR GENERATIONS OF GOODNESS
BSFP	9363	473235	12/27/1993	1926597	10/10/1995	29	REG	THE ORIGINAL BREAD SIZE
BSFP	9774	582131	10/04/1994	1943744	12/26/1995	29	REG	DIXIE LOAF



JOHN Y. BROWN III
SECRETARY OF STATE

CERTIFICATE

I, **JOHN Y. BROWN III**, Secretary of State for the Commonwealth of Kentucky, do certify that the foregoing writing has been carefully compared by me with the original record thereof, now in my official custody as Secretary of State and remaining on file in my office, and found to be a true and correct copy of **ARTICLES OF MERGER OF**

FISCHER PACKING COMPANY INTO FISCHER PACKING ACQUISITION LLC, CHANGING NAME TO FISCHER PACKING COMPANY LLC FILED DECEMBER 30, 1999.

IN WITNESS WHEREOF, I have hereunto
set my hand and affixed my official seal.

Done at Frankfort this 19TH day of
OCTOBER, 2001

John Y. Brown III
Secretary of State, Commonwealth of Kentucky

TB

TRADEMARK
REEL: 2431 FRAME: 0723

485930

RECEIVED & FILED

ARTICLES OF MERGER

50.00
Dec 30 1 40 PM '99

FISCHER PACKING COMPANY

17750

INTO AND WITH

JOHN Y. BROWN III
SECRETARY OF STATE
COMMONWEALTH OF KENTUCKY
BY

FISCHER PACKING ACQUISITION LLC 485930

1. Attached hereto as Annex A and made a part hereof is a Plan of Merger and Reorganization (the "Plan of Merger") pursuant to which Fischer Packing Company, a Kentucky corporation ("Target") shall merge with and into Fischer Packing Acquisition LLC, a Kentucky limited liability company ("Acquisition"), in accordance with the laws of the Commonwealth of Kentucky.

2. Target has authorized 35,000 shares of common stock, \$10.00 par value, 35,000 shares of which are issued and outstanding, and 14,000 shares of Preferred stock, \$25 par value, none of which are issued and outstanding. The shareholders of Target was entitled to cast 35,000 votes on the Plan of Merger. There are no other voting groups. Of the 35,000 issued and outstanding shares, 35,000 were voted for the Plan of Merger and no shares were voted against the Plan of Merger. The number of shares cast for the Plan of Merger were sufficient for approval of the Plan of Merger. The Plan of Merger was duly authorized and approved by each of Target and Acquisition in accordance with KRS 275.350.

3. Acquisition has one issued and outstanding share of common stock. The sole shareholder of Acquisition was entitled to cast one vote on the Plan of Merger. There are no other voting groups. The Plan of Merger was approved by the sole shareholder of Acquisition. The Articles of Organization of the Company refer to the Company's members as "shareholders".

4. The Articles of Organization of the surviving limited liability company in the merger are amended to change its name to Fischer Packing Company LLC.

FISCHER PACKING COMPANY

By [Signature]

Title: Secretary

FISCHER PACKING ACQUISITION LLC

By [Signature]

Title: Manager

**PLAN OF MERGER AND REORGANIZATION
OF
FISCHER PACKING COMPANY
INTO AND WITH
FISCHER PACKING ACQUISITION LLC**

1. The names of the business entities planning to merge are Fischer Packing Company ("Target") and Fischer Packing Acquisition LLC ("Acquisition"). The name of the surviving business entity into which Target plans to merge is Fischer Packing Acquisition LLC

2. The effective date of the merger (the "Effective Date") will be the date on which the Articles of Merger are filed with the Kentucky Secretary State. At the Effective Time, ipso facto, and without any action on the part of the holder thereof, each issued and outstanding share of Target common stock will be converted into one share of the surviving business entity's common stock. At the Effective Time, the one issued and outstanding share of Acquisition common stock will be canceled.

3. From and after the Effective Time, until changed or amended in accordance with the Articles of Organization, the Operating Agreement or applicable law: (i) the officers and directors of Target will be the officers and directors of the surviving limited liability company, (ii) the Articles of Organization of Acquisition will be the Articles of Organization of the surviving limited liability company, except that the Articles of Organization are hereby amended to change the name of the surviving limited liability company to Fischer Packing Company LLC, and (iii) the Bylaws and any shareholders' agreement of Target will be the Operating Agreement of the surviving limited liability company.

4. The merger of Target and Acquisition will be a corporate reorganization governed by IRC § 368(a)(1)(F). The Board of Directors may abandon the merger at any time prior to the filing of the Articles of Merger.

FISCHER PACKING COMPANY

By [Signature]

Title [Signature]

FISCHER PACKING ACQUISITION LLC

By [Signature]

Title Manager

THIS COMPANY WILL SEEK TO FILE THIS DOCUMENT With the Secretary of State of Kentucky in connection with the Merger.