

TRADEMARKS



To the Honorable Commiss



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eof.

1. Name of conveying party(ies):

01-29-2002

Fuchs American Spice, Inc.

U.S. Patent & TMO/c/TM Mail Rcpt Dt. #58

1-29-02

- Individual(s)
- General Partnership
- Corporation - Delaware
- Other
- Association
- Limited Partnership

Additional name(s) of conveying party(ies) attached? Yes No

3. Nature of conveyance:

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

Execution date: December 23, 1998

2. Name and address of receiving party(ies)

Name: Baltimore Spice, Inc.

Internal Address:

Street Address: 9740 Reisterstown Road

City: Owings Mills State: MD ZIP: 21117

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation - State Delaware
- Limited Liability Company
- 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

4. Application number(s) or patent number(s):

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

~~2,031,607~~
2,178,045

Additional numbers attached? Yes No

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

Name: Robert M. Gamson, Esquire

Internal Address: LEONARD BLOOM & ASSOCIATES, LLC

Street Address: 502 Washington Avenue

Suite 220

City: Towson State: MD ZIP: 21204

6. Total number of applications and registrations involved: 2

7. Total fee (37 CFR 3.41) \$65.00

- Enclosed
- Authorized to be charged to Deposit Account No. 02-2839 if additional fees are required.

8. Deposit account number:

02-2839

(Attach duplicate copy of this page if paying by deposit account)

02/15/2002 ANNED1 00000204 2031607

02 FC:401 40.00 OP
02 FC:402 25.00 OP

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.

Robert M. Gamson
Name of Person Signing

Signature

Jan 29, 2002
Date

Total number of pages including cover sheet, attachments, and document: 4

FUCHS AMERICAN SPICE, INC.
ARTICLES OF AMENDMENT
CHANGING NAME OF CORPORATION

Fuchs American Spice, Inc., a Delaware corporation, having its principal place of business in Owings Mills, State of Maryland (hereinafter called the Corporation), hereby certifies to the Secretary of State that:

FIRST: The Charter of the Corporation is hereby amended by striking out article FIRST of the Articles of Incorporation as filed on November 5, 1991, and inserting in lieu thereof the following:

FIRST: The name of the Corporation, which is hereinafter called the "Corporation," is:

Baltimore Spice, Inc.

SECOND: The Directors of the Corporation, a Delaware corporation, in an Informal Action and Consent signed on the 23rd day of December, 1998, adopted a resolution in which was set forth the foregoing Amendment to the Charter, declaring that the said amendment of the Charter was advisable.


THIRD: An Informal Action and Consent dated the 23rd day of December, 1998, was signed by all of the Shareholders of the Corporation and approved the amendment of the Charter of the Corporation as hereinabove set forth.

IN WITNESS WHEREOF, Fuchs American Spice, Inc., has caused these presents to be signed in its name on its behalf by its President and attested by its Secretary on the 23rd day of December, 1998, and its President acknowledges that these Articles of Amendment are the act and

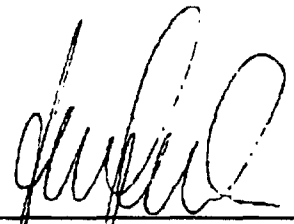
Fuchs.CHG (#B-D3 12/9/98)

deed of Fuchs American Spice, Inc. and, under the penalties of perjury, that the matters and facts set forth herein with respect to authorization and approval are true in all material respects to the best of his knowledge, information and belief.

ATTEST:



Steven I. Batoff, Secretary



Dieter Fuchs, President

(Corporate Seal)

Fuchs CHG (#B-D3 12/9/98)

**UNANIMOUS WRITTEN CONSENT
OF THE STOCKHOLDERS
TO CORPORATE ACTION OF
FUCHS AMERICAN SPICE, INCORPORATED**

In lieu of a meeting of the Stockholders of Fuchs American Spice, Incorporated, a Delaware corporation (the "Corporation"), the undersigned, being all the Stockholders of the Corporation, do hereby, pursuant to the Delaware General Corporation Law, declare that the actions hereinafter set forth shall be, and hereby are, taken by the Stockholders of the Corporation as of the date hereof:

RESOLVED: That the name of the Corporation as set forth in the Charter be changed from Fuchs American Spice, Inc. to Baltimore Spice, Inc.

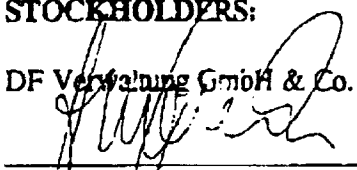
FURTHER RESOLVED: That the amendment to the Articles of Incorporation as set forth in the form of the Articles of Amendment of the Corporation, attached hereto and incorporated by reference herein, be and the same is hereby approved.

IN WITNESS WHEREOF, the undersigned, being all of the Stockholders of Fuchs American Spice, Incorporated have duly executed this Unanimous Written Consent, which Consent may be executed in one or more counterparts, each of which shall be deemed an original and all of which together constitute one and the same instrument, effective as of the 23rd day of December, 1998.

STOCKHOLDERS:

DF Verwaltung GmbH & Co.

By:


DIETER FUCHS, President

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RECORDED: 01/29/2002

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REEL: 002444 FRAME: 0349