

RE

03-13-2002

SHEET

Tab settings



.Y

To the Honorable Commissioner of P

102012757

attached original documents or copy thereof.

1. Name of conveying party(ies):

BESTFOODS

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

NU 2/15/2

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

2. Name and address of receiving party(ies)

Name: Conopco, Inc.

Internal Address:

Street Address: 390 Park Avenue

City: New York State: NY ZIP: 10022

- Individual(s) citizenship, Association, General Partnership, Limited Partnership, Corporation-State, Other

If assignee is not domiciled in the United States, a domestic representative designator is attached: Yes No

(Designations must be a separate document from assignment)

Additional name(s) & address(es) attached? Yes No

3. Nature of conveyance:

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

to replace merger document filed under reel/frame nos. 2391/0242

Execution Date: September 28, 2001

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

Please see Attached Schedule

Additional numbers attached? Yes No

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

Name: Jennifer L. Davies

Internal Address: Unilever HPC

Street Address: 33 Benedict Place

City: Greenwich, State: CT ZIP: 06830

6. Total number of applications and registrations involved:

8

7. Total fee (37 CFR 3.41) \$ 215.00

Enclosed

Authorized to be charged to deposit account

8. Deposit account number:

03-1595

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

03/12/2002 TDIHZ1 00000071 031595 75762313

DO NOT USE THIS SPACE

01 FC:481 40.00 CH
02 FC:482 175.00 CH

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.

Jennifer Davies
Name of Person Signing

[Signature]
Signature

2/15/02
Date

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

SCHEDULE OF TRADEMARK APPLICATIONS

	<u>MARK</u>	<u>APPLICATION NO.</u>
1.	CITRUS SPLASH	(75/762313)
2.	LEGOUT	(76/242359)
3.	NUTRABLEND	(75/877946)
4.	NUTRABLEND	(75/932208)
5.	SKIPPY DOUBLY DELICIOUS	(76/165908)
6.	NIAGARA EASY IRON & Device	(75/376084)
7.	RIT	(76/302555)
8.	SUN GUARD	(76/127859)

Delaware

PAGE 1

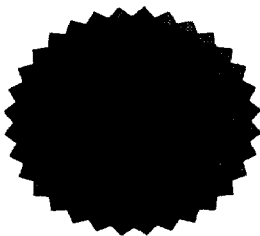
The First State

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:

"BESTFOODS", A DELAWARE CORPORATION,

WITH AND INTO "CONOPCO, INC." UNDER THE NAME OF "CONOPCO, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF NEW YORK, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-EIGHTH DAY OF SEPTEMBER, A.D. 2001, AT 11 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE THIRTIETH DAY OF SEPTEMBER, A.D. 2001.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

0533401 8100M

AUTHENTICATION: 1612986

020097661

DATE: 02-14-02
TRADEMARK
REEL: 002459 FRAME: 0474

**CERTIFICATE OF MERGER
OF
BESTFOODS
INTO
CONOPCO, INC.**

The undersigned corporation DOES HEREBY CERTIFY:

FIRST: That the names and states of incorporation of each of the constituent corporations of the merger are as follows:

NAME	STATE OF INCORPORATION
Bestfoods Conopco, Inc.	Delaware New York

SECOND: That an Agreement of Merger between the parties to the merger has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations in accordance with the requirements of Section 252 of the General Corporation Law of Delaware.

THIRD: That the name of the surviving corporation of the merger is Conopco, Inc., a New York corporation.

FOURTH: That the Certificate of Incorporation of Conopco, Inc., a New York corporation, which is the surviving corporation, shall continue in full force and effect as the Certificate of Incorporation of the surviving corporation.

FIFTH: That the executed Agreement of Merger is on file at an office of the surviving corporation, the address of which is 390 Park Avenue, New York, New York 10022.

SIXTH: That a copy of the Agreement of Merger will be furnished, on request and without cost, to any stockholder of any constituent corporation.

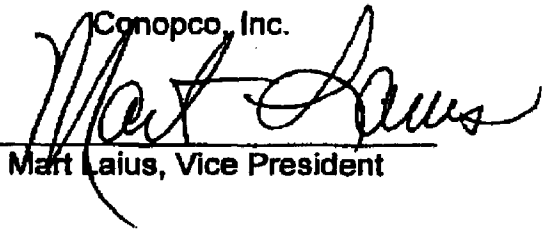
SEVENTH: That Conopco, Inc. survives the merger and may be served with process in the State of Delaware in any proceeding for enforcement of any obligation of any constituent Delaware corporation as well as for enforcement of any obligation of the surviving corporation arising from the merger, including any suit or other proceeding to enforce the right of any stockholder as determined in

11/25/01 09:00:01

appraisal proceedings pursuant to the provisions of Section 262 of the General Corporation Law of Delaware, and it does hereby irrevocably appoint the Secretary of State of Delaware as its agent to accept service of process in any such suit or other proceeding. The address to which a copy of such process shall be mailed by the Secretary of State of Delaware is c/o General Counsel, Unilever United States, Inc., 390 Park Avenue, New York, New York 10022 until the surviving corporation shall have hereafter designated in writing to the said Secretary of State a different address for such purpose.

EIGHTH: That this Certificate of Merger shall be effective on September 30, 2001.

Dated: September 28, 2001

By  Conopco, Inc.
Mart Lajus, Vice President