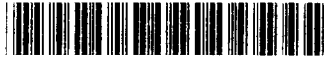


03-21-2002

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FORM PTO-1595
1-31-92



U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

T...102025311...Y

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies): 3-14-02
Organic Milling Acquisition Corporation

 _____ Individual(s) _____ Association
 _____ General Partnership _____ Limited Partnership
 Corporation - Delaware
 _____ Other _____
 Additional name(s) of conveying party(ies) attached? ___ Yes No

2. Name and address of receiving party(ies):
 Name: **Organic Milling Corporation**
 Street Address: **505 West Allen Avenue**
 City: **San Dimas** State: **CA** ZIP: **91773**
 _____ Individual(s) citizenship _____
 _____ Association _____
 _____ Limited Partnership _____
 Corporation - State **Delaware**
 _____ Other _____

3. Nature of conveyance:
 _____ Assignment _____ Merger
 _____ Security Agreement Change of Name
 _____ Other _____
 Execution Date: **March 27, 2001**

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 registration number(s):
 A. Trademark Application No.(s)

 Additional numbers attached? ___ Yes No

B. Trademark Registration No.(s)
942075
~~1091514~~
1665159
2290368

03-14-2002
 U.S. Patent & TMO/TM Mail Rcpt Dt. #01

5. Name and address of party to whom correspondence concerning document should be mailed:
 Name: **Dax Alvarez**
 Internal Address: **BLAKELY SOKOLOFF TAYLOR & ZAFMAN**
 Street Address: **12400 Wilshire Boulevard, 7th Floor**
 City: **Los Angeles** State: **CA** ZIP: **90025**

6. Total number of applications and registrations involved: **4**
 7. Total fee (37 CFR 3.41).....\$ **115.00**
 Enclosed
 Deficiency of fees authorized to be charged to deposit account
 8. Deposit account number:
02-2666
 (Attach duplicate copy of this page if paying by deposit account)

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.

Dax Alvarez **March 8, 2002**
 Name of Person Signing Signature Date
 Total number of pages comprising cover sheet: **3**

03/20/2002 DBYRNE 00000239 942075

01 FC:481 40.00 DP
02 FC:482 75.00 DP

TRADEMARK
REEL: 002465 FRAME: 0704

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 "ORGANIC MILLING ACQUISITION CORPORATION", CHANGING ITS NAME FROM "ORGANIC MILLING ACQUISITION CORPORATION" TO "ORGANIC MILLING CORPORATION", FILED IN THIS OFFICE ON THE TWENTY-SEVENTH DAY OF MARCH, A.D. 2001, AT 9 O'CLOCK A.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE KENT COUNTY RECORDER OF DEEDS.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

3364727 8100

810150503

AUTHENTICATION: 1048488

DATE: 03-27-01

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 09:00 AM 03/27/2001
010150503 - 3366727

**CERTIFICATE OF AMENDMENT OF CERTIFICATE
OF INCORPORATION BEFORE PAYMENT OF
ANY PART OF THE CAPITAL**

OF

Organic Milling Acquisition Corporation, a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware, does hereby certify:

1. The name of the corporation is Organic Milling Acquisition Corporation
2. The corporation has not received any payment for any of its stock.
3. The certificate of incorporation of the corporation is hereby amended by striking out Article first, thereof and by substituting in lieu of said Article the following new Article first.

The name of the corporation is Organic Milling Corporation (hereinafter called the "company").

4. The amendment of the certificate of incorporation of the corporation herein certified was duly adopted, pursuant to the provisions of Section 241 of the General Corporation Law of the State of Delaware, by the sole incorporator, no directors having been named in the certificate of incorporation and no directors having been elected.

Executed on this 27 day of March, 2001.

/s/ Kerri Jones
Sole incorporator

Delaware Certificate of Amendment Before Payment of Capital 1201-1

TRADEMARK
REEL: 002465 FRAME: 0706

State of Delaware
Office of the Secretary of State

PAGE 1

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Harriet Smith Windsor, Secretary of State

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TRADEMARK
REEL: 002465 FRAME: 0707

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SECRETARY OF STATE
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/s/ Kerri Jones
Sole incorporator

Delaware Certificate of Amendment Before Payment of Capital 120111