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05-15-2002

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To the Honorable Commissioner c

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attached original documents or copy thereof.

1. Name of conveying party(ies):

BESTFOODS

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

WRD 9/15/02

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

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other to replace the merger document filed under reel/frame nos. 2384/0758
- Merger
- Change of Name

Execution Date: September 28, 2001

2. Name and address of receiving party(ies)

Conopco, Inc.

Name: _____

Internal Address: _____

Street Address: 390 Park Avenue

City: New York State: NY ZIP: 10022

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State New York
- 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



Please See Attache

02-15-2002

U.S. Patent & TMO's/TM Mail Rpt Dt. #C1

Additional numbers attached? Yes No

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

Name: Jennifer Davies

Internal Address: Unilever - HPC

Street Address: 33 Benedict Place

City: Greenwich State: CT ZIP: 06830

6. Total number of applications and registrations involved: 76

7. Total fee (37 CFR 3.41).....\$ 1915.00

- 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 TDIAZ1 00000073 031595 1882375

DO NOT USE THIS SPACE

01 FC:481 40.00 CH
02 FC:388 Statement of Truth 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

Jennifer Davies
Signature

2/15/02
Date

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

SCHEDULE OF TRADEMARK REGISTRATIONS

	<u>MARK</u>	<u>REGISTRATION NO.</u>
1.	Bee Character Device	1,882,375
2.	BEST FOODS	565,259
3.	BEST FOODS Real Mayonnaise & Chef's Hat Device	1,293,061
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5.	BEST FOODS Light Mayonnaise Label	1,439,352
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15.	BRING OUT THE BEST	2,100,116
16.	BRING OUT THE BEST FOODS ...BRING OUT THE BEST	1,461,172

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27.	LIZANO	2,073,623
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39.	SKIPPY Creamy Peanut Butter Label	1,424,142
40.	SKIPPY SUPER CHUNK Label	1,429,457
41.	SPREAD THE FUN!	2,306,244
42.	STONE-BUHR	861,443
43.	STONE-BUHR	1,349,830
44.	STONE-BUHR (Logo)	1,343,058
45.	SUPER CHUNK	1,661,842

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51.	GOLDEN GRIDDLE	939,986
52.	Indian Maid Device	569,170 596,170
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63.	MAZOLA	742,734
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70.	FAST FADE	1,647,831
71.	NIAGARA	294,776
72.	NIAGARA	1,461,587
73.	NIAGARA Iron Device	2,354,369
74.	PROFESSIONAL FINISH	1,753,432
75.	RIT	365,792
76.	WHITE-WASH	1,644,203

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To the Honorable Commissioner

101954454

original documents or copy thereof.

Name of conveying party(ies):

Bestfoods, Inc.

10-22-2001

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

2. Name and address of receiving party(ies)

Name: Conopco, Inc.

Internal Address:

Street Address: 390 Park Avenue

New York NY 10022

City: State: ZIP:

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

10/22/01

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

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State New York
- 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)

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

Execution Date: September 26, 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

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Internal Address: Unilever HPC

Street Address: 33 Benedict Place

City: Greenwich State: CT ZIP: 06830

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8. Deposit account number: 21-0043

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

10/29/2001 DBYRNE 00000082 210043 1882375

DO NOT USE THIS SPACE

01 FC-481 40.00 CH

02 FC-482 1875.00 CH

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.

Rowena Deleon

Name of Person Signing

Rowena Deleon
Signature

10/27/01
Date

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

Delaware

PAGE 1

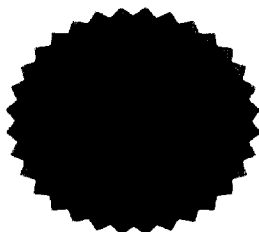
The First State

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

AUTHENTICATION: 1612984

DATE: 02-14-02

0533401 8100M

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TRADEMARK
REEL: 002501 FRAME: 0191

**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	Delaware
Conopco, Inc.	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.

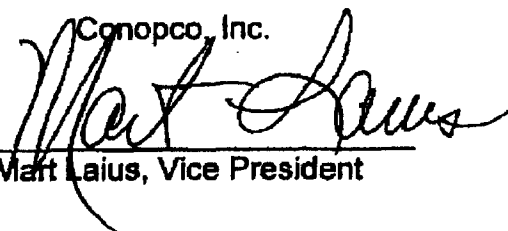
SIXTH: That a copy of the Agreement of Merger will be furnished, on request and without cost, to any stockholder of any constituent corporation.

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

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

Conopco, Inc.
By 
Matt Latus, Vice President

CERTIFICATE OF MERGER

OF

BESTFOODS, INC.

INTO

CONOPCO, INC.

UNDER SECTION 904 OF THE BUSINESS CORPORATION LAW

We, the undersigned, Philip G. Cohen and David J. Strickland, III being respectively the vice president and the assistant secretary of Conopco, Inc., and Robert S. Gluck and David J. Strickland, III, being respectively the vice president and the assistant secretary of Bestfoods hereby certify:

1. (a) The name of each constituent corporation is as follows:

Conopco, Inc., originally incorporated as The Chesebrough Manufacturing Company Consolidated	New York
Bestfoods, Inc. Using the fictitious name of Delaware Bestfoods	Delaware

(b) The name of the surviving corporation is Conopco, Inc. and following the merger its name shall be Conopco, Inc.

2. As each constituent corporation, the designation and number of outstanding shares of each class and series and the voting rights thereof are as follows:

Name of Corporation	Designation and number of shares in each class or Series outstanding	Class or series of shares entitled to vote	Shares entitled to vote as a class or series
Conopco, Inc.	100,011 Class A	Class A	100,011
Bestfoods	1,000 Common	Common	1,000

3. The date when the certificate of incorporation of each constituent corporation was filed by the Department of State is as follows:

Name of Corporation
Conopco, Inc.

Date of Incorporation
May 11, 1880

Name of Corporation Qualification Date
Bestfoods, Inc. May 11, 1959

State/Date of Incorporation
Delaware/February 17, 1959

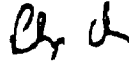
4. The merger was adopted by the New York constituent corporation in the following manner. as to Conopco, Inc., by the written consent of the shareholders given in accordance with Section 615 of the Business Corporation Law, written notice having been duly given to nonconsenting shareholders as and to the extent required by such Section.

Bestfoods has complied with the applicable provisions of the laws of the State of Delaware in which it is incorporated and this merger is permitted by such laws. The manner in which the merger was authorized with respect to said corporation was by written consent of the board of directors and the sole stockholder.

5. The merger shall be effective on the 30th day of September, 2001.

IN WITNESS WHEREOF, we have signed this certificate on the 26th day of September, 2001 and we affirm the statements contained therein as true under penalties of perjury.

Conopco, Inc.

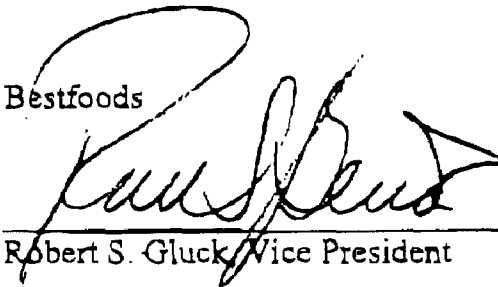


Philip G. Cohen, Vice President

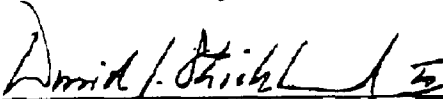


David J. Strickland, III, Assistant Secretary

Bestfoods



Robert S. Gluck, Vice President



David J. Strickland, III, Assistant Secretary

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