

05-15-2002



Form PTO-1594

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(Rev. 03/01)

OMB No. 0651-0027 (exp. 5/31/2002)

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U.S. DEPARTMENT OF COMMERCE
U.S. Patent and Trademark Office

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

1. Name of conveying party(ies):

AC HUMKO Corp.

5-7-02

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

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

2. Name and address of receiving party(ies)

Name: ACH Food Companies, Inc.

Internal

Address: _____

Street Address: 7171 Goodlett Farms Parkway

City: Memphis State: TN Zip: 38018

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

3. Nature of conveyance:

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

Execution Date: 05/09/00

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

A. Trademark Application No.(s) _____

B. Trademark Registration No.(s) 0,733,853

Additional number(s) attached Yes No

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

Name: Linda G. Alvarez

Internal Address: Vinson & Elkins, L.L.P.

Street Address: 2300 First City Tower

1001 Fannin St.

City: Houston State: TX Zip: 77002

6. Total number of applications and registrations involved: _____

1

7. Total fee (37 CFR 3.41).....\$ 40.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

22-0365 ATTN: ACH100/5-42

DO NOT USE THIS SPACE

9. Signature.

Linda G. Alvarez

Name of Person Signing

Signature

5/7/02

Date

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

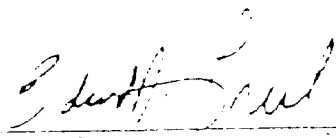
Mail documents to be recorded with required cover sheet information to:
Commissioner of Patent & Trademarks, Box Assignments
Washington, D.C. 20231

TRADEMARK
REEL: 002505 FRAME: 0219

Office of the Secretary of State

I, EDWARD J. FREEL, 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 "AC HUMKO CORP.", CHANGING ITS NAME FROM "AC HUMKO CORP." TO "ACH FOOD COMPANIES, INC.", FILED IN THIS OFFICE ON THE NINTH DAY OF MAY, A.D. 2000, AT 2:30 O'CLOCK P.M.

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



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05-10-00

TRADEMARK
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**CERTIFICATE OF AMENDMENT
OF
CERTIFICATE OF INCORPORATION
OF
AC HUMKO CORP.**

AC Humko Corp., a corporation duly organized under the laws of the State of Delaware (the "Corporation"), hereby certifies as follows:

1. The Corporation's present name is that shown above. The date of filing of the Corporation's original certificate of incorporation with the Delaware Secretary of State was August 7, 1995.

2. Pursuant to and in accordance with the provisions of Section 242 of the Delaware General Corporation Law, this Certificate of Amendment of Certificate of Incorporation has been duly approved and adopted by unanimous written consent of the directors and of the sole stockholder of the Corporation.

3. Article FIRST of the Corporation's Certificate of Incorporation is hereby amended to read in its entirety as follows:

FIRST: The name of the Corporation is ACH Food Companies, Inc.

4. This Certificate shall be effective upon its filing with the Delaware Secretary of State and the amendment provided for herein shall be effective as of that time and date.

IN WITNESS WHEREOF, AC Humko Corp. has caused this Certificate to be signed by its President and Chief Executive Officer, and attested to by its Secretary, on this 20th day of April, 2000.

By: Daniel S. Antonelli
Daniel S. Antonelli
President and Chief Executive Officer *

ATTEST:

Carmen Sciackitano
Carmen Sciackitano
Secretary