

Form PTO-1594  
(rev 3/1)RECORDATION FORM COVER SHEET  
TRADEMARKS ONLYU. S. Department of Commerce  
Patent and Trademark Office

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

## 1. Name of conveying party(ies):

LA SALSA HOLDING CO.

☐ Individual(s)      ☐ Association  
☐ General Partnership      ☐ Limited Partnership  
☒ Corporation DELAWARE  
☐ Other -

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

## 3. Nature of conveyance:

☐ Assignment      ☐ Merger  
☐ Security Agreement      ☒ Change of Name  
☐ Other:

Execution Date: July 15, 1999

## 2. Name and Address of receiving party(ies)

LA SALSA, INC.  
 360 SOUTH HOPE AVENUE  
 SUITE C300  
 SANTA BARBARA, CA 93105

☐ Individual(s) citizenship

☐ Association  
☐ General Partnership  
☐ Limited Partnership  
☒ Corporation 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

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

A. Trademark Application No(s).

B. Trademark Registration No(s).

2025808

Additional numbers attached? ☐ Yes ☒ No

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

Laura Bailyn, Esq.  
 SKADDEN, ARPS, SLATE, MEAGHER  
 & FLOM LLP  
 Four Times Square  
 New York, New York 10036

6. Total number of applications/registrations involved: 17. Total fee (37 CFR 3.41) \$40

☒ All fees and any deficiencies are authorized to be  
 charged to Deposit Account  
 (Our Ref. 071610/84)

8. Deposit Account No. 19-2385

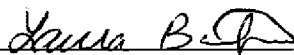
DO NOT USE THIS SPACE

## 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.*

Laura Bailyn

Name



Signature

July 22, 2002

Date

Total number of pages including cover sheet, attachments, and document: 3

STATE OF DELAWARE  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
FILED 09:01 AM 07/15/1999  
991292834 - 2285996

**CERTIFICATE OF MERGER  
OF  
LA SALSA MERGER, INC.,  
a Delaware corporation  
INTO  
LA SALSA HOLDING CO.,  
a Delaware corporation**

LA SALSA HOLDING CO., a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware (the "DGCL"), in lieu of filing the Merger Agreement required by Section 251 of the DGCL, does hereby certify that:

**FIRST:** The name and state of incorporation of each of the constituent corporations participating in the merger herein certified is as follows:

| <u>Name</u>           | <u>State of<br/>Incorporation</u> |
|-----------------------|-----------------------------------|
| LA SALSA MERGER, INC. | Delaware                          |
| LA SALSA HOLDING CO.  | Delaware                          |

**SECOND:** An Agreement and Plan of Reorganization, dated as of June 8, 1999 (the "Merger Agreement"), has been approved, adopted, certified, executed and acknowledged by each of the aforementioned constituent corporations in accordance with Section 251 of the DGCL.

**THIRD:** The name of the surviving corporation in the merger herein certified is LA SALSA HOLDING CO.

**FOURTH:** The Certificate of Incorporation of LA SALSA HOLDING CO., as now in effect, except that the name of LA SALSA HOLDING CO. shall be amended to change the name in Article 1 to be: LA SALSA, INC. (the "surviving corporation"), shall, continue to be the Certificate of Incorporation of said surviving corporation until it is amended further pursuant to the applicable provisions of the DGCL.

**FIFTH:** That the merger shall be effective upon filing of this Certificate of Merger.

**SIXTH:** The executed Merger Agreement is on file at the office of the surviving corporation, located at 3916 State Street, Suite 3000, Santa Barbara, CA 93105.

**SEVENTH:** A copy of the aforementioned Merger Agreement will be furnished by the surviving corporation, on request and without cost, to any stockholder of any constituent corporation.

IN WITNESS WHEREOF, La Salsa Holding Co. has caused this Certificate to be duly executed by an authorized person (within the meaning of the Delaware General Corporation Law, as amended) this 15 day of July, 1999.

LA SALSA HOLDING CO.,  
a Delaware corporation

By:



Charles Lynch, Chairman