

RESUBMISSION

Form PTO-1594 (Rev. 03/01) OMB No. 0651-0027 (exp. 5/31/2002) Tab settings

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07-12-2002

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



102153298

original documents or copy thereof.

To the Honorable Commissioner of Pa

1. Name of conveying party(ies):

Goelitz Confectionery Company Original Execution Date 6-4-01

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

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

3. Nature of conveyance:

- Assignment Merger Security Agreement Change of Name Other Correct recording

Execution Date: see attached

2. Name and address of receiving party(ies)

Name: Herman Goelitz Candy Co., Inc.

Internal Address:

Street Address: 2400 N. Watney Way

City: Fairfield State: CA Zip: 94533

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

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

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

A. Trademark Application No.(s) First number on Notice of Recording is S.N. 75,346,767 Reel/Frame 002309/0218

Remove

B. Trademark Registration No.(s) 1,985,641 1,985,642

Additional number(s) attached Yes No

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

Name: Law Offices of James R. Cypher

Internal Address:

Street Address: 405 14th Street - Suite 1607

City: Oakland State: CA Zip: 94612

6. Total number of applications and registrations involved: 2

7. Total fee (37 CFR 3.41).....\$ 65.00

Enclosed

Authorized to be charged to deposit account if the amount enclosed is not sufficient

8. Deposit account number:

03-4075

(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.

James R. Cypher

Name of Person Signing

Signature

JUNE 27, 2002

Date

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

07/11/2002 BBYRNE 00000203 75346767

01 FC:481 02 FC:482

40.00 OP 25.00 OP

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

TRADEMARK REEL: 002542 FRAME: 0241

RECORDATION FORM PTO-1594 COVER SHEET
TRADEMARKS
Attachment

This is a RESUBMISSION of a recordation of merger in the Assignment Division of the U.S. Patent and Trademark office originally submitted on 6/4/01, and recorded on 6/8/01 under Reel/Frame 002309/0218, 15 pages.

Two registration were included in the original recording request that was submitted that need to be removed because they were not involved in the merger. The two registrations appear on page 6 of the Notice of Recordation of Assignment Document dated 8/15/01, and are as follows:

APPLICATION NUMBER: 74709053 FILING DATE: 07/31/1995
REGISTRATION NUMBER: 1985642 ISSUE DATE: 07/09/1996
MARK: JELLY BELLY CHARITIES, INC.

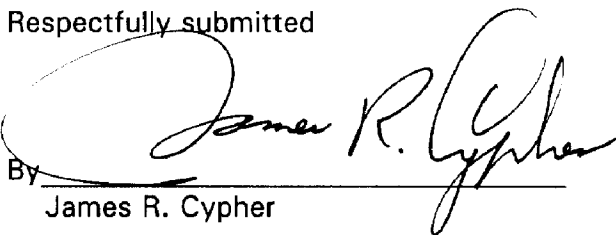
APPLICATION NUMBER: 74709052 FILING DATE: 07/31/1995
REGISTRATION NUMBER: 1985641 ISSUE DATE: 07/09/1996
MARK: JELLY BELLY CELEBRITY GOLF TOURNAMENT

I am enclosing:

- (1) a new cover sheet headed RESUBMISSION,
- (2) copy of the Notice of Recordation of Assignment Document,
- (3) copy of the original document submitted for recording with the above identified registrations crossed out, and
- (4) my check in the amount of \$65.00 for the fees for removing the two registrations (\$40.00 for the first and \$25,00 for the second.

If the amount enclosed is not sufficient to cover the fees, you are authorized to charge any additional amount, or refund any overpayment, to my deposit account no. 03-4075.

Respectfully submitted


By _____
James R. Cypher

Date: JUNE 27, 2002

06-13-2001



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Tab settings

To the Honorable Commissioner of

Send original documents or copy thereof.

1. Name of conveying party(ies): 6801

SEE ATTACHED PAGES 2 & 3

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

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

2. Name and address of receiving party(ies)

Name: HERMAN GOELITZ CANDY COMPANY, INC.
Internal Address: _____
Address: _____

Street Address: 2400 NORTH WATNEY WAY
City: FAIRFIELD State: CA Zip: 94533

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____ JUN 8 2001
 Corporation-State CALIFORNIA
 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 Merger
 Security Agreement Change of Name
 Other _____

Execution Date: MARCH 16, 2001

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

A. Trademark Application No.(s)
75/346,767 75/712,756
75/646,297 75/458,832

Additional number(s) attached Yes No

B. Trademark Registration No.(s)
1,132,333 1,184,043
1,203,786 1,241,686

Additional number(s) attached Yes No

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

Name: JAMES R. CYPHER
Internal Address: _____
Street Address: 405 14TH STREET, SUITE 1607
City: OAKLAND State: CA Zip: 94612

6. Total number of applications and registrations involved: **59**

7. Total fee (37 CFR 3.41).....\$ 1490.00
 Enclosed (Check No. 7230)
 Authorized to be charged to deposit account

8. Deposit account number: _____
(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.

JAMES R. CYPHER
Name of Person Signing

Signature

06-04-2001

Date

Total number of pages including cover sheet, attachments, and document: **15**

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

06/12/2001 09:00:00
01 FC:481
02 FC:482

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Recordation Form PTO-1594 Cover Sheet

TRADEMARKS

Page 2

Attachment to No. 1 Form PTO-1594:

Name of Conveying Parties:

Merger of: Goelitz Confectionery Company, an Illinois Corporation doing
business at 1501 Morrow Avenue, North Chicago, Illinois 60064,
Into: Herman Goelitz Candy Company, Inc. the Surviving Corporation, a
California Corporation doing business at 2400 North Watney way,
Fairfield, California 94533
approved and executed March 16, 2001

Attachment to No. 4 A Trademark Serial Numbers:

- 75/458,831
- 75/751,277
- 75/828,073
- 76/232,675

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Recordation Form PTO-1594 Cover Sheet

TRADEMARKS

Page 3

Attachment to No. 4 B Trademark Registration Numbers:

| | | | |
|-----------|-----------|----------------------|-----------|
| 1,942,689 | 1,422,190 | 2,110,068 | 2,409,599 |
| 1,232,091 | 1,726,046 | 1,985,642 | 2,409,598 |
| 1,221,315 | 1,487,677 | 1,985,641 | 2,326,794 |
| 1,214,948 | 1,487,678 | 2,158,868 | 2,329,734 |
| 1,206,405 | 2,077,329 | 2,159,116 | 2,343,441 |
| 1,207,449 | 1,665,173 | 2,156,931 | |
| 1,248,492 | 1,799,534 | 2,304,342 | |
| 1,225,098 | 1,837,435 | 2,261,710 | |
| 1,248,499 | 1,827,579 | 2,221,795 | |
| 1,289,267 | 1,860,490 | 2,395,277 | |
| 1,597,702 | 1,863,295 | 2,259,632 | |
| 1,337,901 | 1,879,970 | 2,338,503 | |
| 1,335,781 | 2,037,616 | 2,365,482 | |
| 1,422,184 | 2,085,121 | 2,409,600 | |

LAW OFFICES OF
JAMES R. CYPHER
1607 FINANCIAL CENTER
405 14TH STREET
OAKLAND, CA 94612-2747
(510) 832-4111

RECEIVED

APR 26 2001

JAMES R. CYPHER



SECRETARY OF STATE

I, *BILL JONES*, Secretary of State of the State of California, hereby certify:

That the attached transcript of 11 page(s) was prepared by and in this office from the record on file, of which it purports to be a copy, and that it is full, true and correct.

IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this day of

APR 24 2001



Bill Jones

Secretary of State

ARTICLES OF INCORPORATION

of

HERMAN GOELITZ CANDY COMPANY, INC.
A California Corporation

FILED
In the Office of the Secretary of State
of the State of California
MARCH 28 1975
DORIS PONG ELL, Secretary of State
By _____
Deputy Secretary of S.C.S.

ONE

The name of this corporation is

HERMAN GOELITZ CANDY COMPANY, INC.

TWO

The purposes for which this corporation is formed are:

- (a) To engage primarily in the specific business of a candy manufacturer and jobber, selling candy and allied products at wholesale.
- (b) To engage in any one or more other businesses or transactions which the Board of Directors of this corporation may from time to time authorize or approve, whether related or unrelated to the business described in (a) above or to any other business then or theretofore done by this corporation;
- (c) To exercise any and all rights and powers which a corporation may now or hereafter exercise;
- (d) To act as principal, agent, joint venturer, partner or in any other capacity which may be authorized or approved by the Board of Directors of this corporation; and
- (e) To transact business in the State of California or in any other jurisdiction of the United States of America or elsewhere in the world.
- (f) To establish and carry out, alter, or amend such systems, plans, or trusts for providing pensions for employees, officers and

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directors of the corporation as the Board of Directors may determine and so as to be a business expense of the corporation, with or without contributions from the beneficiaries; and to provide, alter, or amend such methods or plans for employees, officers and directors to participate in the profits of the corporation as the Board of Directors may determine, including stock purchase plans with restricted stock options.

The foregoing statement of purposes shall be construed as a statement of both purposes and powers, and the purposes and powers in each clause shall, except where otherwise expressed, be in nowise limited or restricted by reference to or inference from the terms or provisions of any other clause but shall be regarded as independent purposes and powers.

THREE

The County in the State of California where the principal office for the transaction of the business of this corporation is to be located is Alameda.

FOUR

This corporation is authorized to issue only one class of shares of stock, to-wit: common stock; the total number of such shares which the corporation is authorized to issue shall be 25,000; the aggregate par value of all said shares shall be \$250,000.00; the par value of each said share shall be \$10.00.

FIVE

No distinction shall exist between the shares of the corporation or the holders thereof.

SIX

(a) The number of the directors of this corporation shall be three (3).

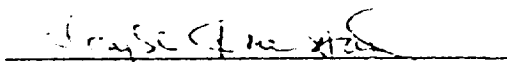
(b) The names and addresses of the persons who are appointed to act as the first directors of this corporation are:

| <u>NAME</u> | <u>ADDRESS</u> |
|-------------------|--|
| HERMAN G. ROWLAND | 2253 Blackwood Drive Walnut Creek, California |
| ERNEST E. ROWLAND | 2255 Blackwood Drive Walnut Creek, California |
| ALOYSE L. ROWLAND | 2265 Blackwood Drive Walnut Creek, California |

IN WITNESS WHEREOF, for the purpose of forming this corporation under the laws of the State of California, we, the undersigned, constituting the incorporators of this corporation, and including all of the persons named herein as the first directors, have executed these Articles of Incorporation this 28th day of October, 1975.


HERMAN G. ROWLAND

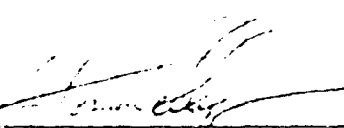

ERNEST E. ROWLAND

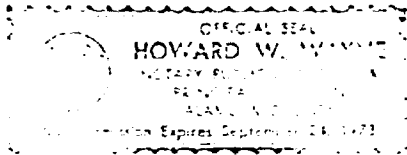

ALOYSE L. ROWLAND

STATE OF CALIFORNIA)
) ss.
COUNTY OF ALAMEDA)

On this 28th day of October, 1975, before me, HOWARD W. WAYNE, a Notary Public, in and for the County of Alameda, State of California, residing therein, duly commissioned and sworn, personally appeared HERMAN G. ROWLAND, ERNEST E. ROWLAND and ALOYSE L. ROWLAND, known to me to be the persons described in and whose names are subscribed to the within instrument and they acknowledged to me that they executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my Official Seal, the day and year in this certificate first above written.


HOWARD W. WAYNE, Notary Public,
In and For the County of Alameda,
State of California



FILED
In the office of the Secretary of State
of the State of California

AUG 5 1986

March Fong Eu
MARCH FONG EU, Secretary of State

CERTIFICATE OF AMENDMENT
OF
ARTICLES OF INCORPORATION
OF

HERMAN GOELITZ CANDY COMPANY, INC.
A California Corporation

HERMAN G. ROWLAND and LISA PARKINSON certify that:

1. They are the President and Secretary, respectively, of HERMAN GOELITZ CANDY COMPANY, INC., a California Corporation.
2. Article THREE of the Articles of Incorporation of this Corporation is amended to read as follows:

"THREE

The County in the State of California where the principal office for the transaction of the business of this corporation is to be located is Solano".

3. The foregoing Amendment of Articles of Incorporation has been duly approved by the Board of Directors.

4. The foregoing Amendment of Articles of Incorporation has been duly approved by the required vote of shareholders in accordance with Section 902 of the Corporations Code. The total number of outstanding shares of the corporation is 2,000. The number of shares voting in favor of the Amendment is 2,000. The percentage vote required was more than 50%.

We further declare under penalty of perjury under the laws of the State of California that the matters set forth in this Certificate are true and correct of our own knowledge.

Executed this 30 day of July, 1986, at Fairfield, California.

[Signature]
HERMAN G. ROWLAND
President

[Signature]
LISA PARKINSON
Secretary

A478754

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FILED
in the office of the Secretary of State
of the State of California

JUL 11 1996

Bill Jones
"ONES. Secretary of State"

CERTIFICATE OF AMENDMENT
OF
ARTICLES OF INCORPORATION
OF
HERMAN GOELITZ CANDY COMPANY, INC.
A California Corporation

Patrick J. Huffman and Lisa Parkinson certify that:

1. They are the President and Secretary, respectively, of HERMAN GOELITZ CANDY COMPANY, INC., a California Corporation.
2. Subparagraph (a) of Article SIX of the Articles of Incorporation of this corporation is amended to read as follows:

"SIX

- (a) The number of Directors of this corporation shall be five (5)."

3. The foregoing amendment of Articles of Incorporation has been duly approved by the Board of Directors.


4. The foregoing amendment of Articles of Incorporation has been duly approved by the required vote of shareholders in accordance with Section 902 of the Corporations Code. The total number of outstanding shares of the corporation is 2,000. The number of shares voting in favor of the Amendment is 2,000.00. The percentage vote required was more than 50%.

We further declare under penalty of perjury under the laws of the State of California that the matters set forth in this Certificate are true and correct of our own knowledge.

Executed this 9th day of July, 1996, at Fairfield, California.



PATRICK J. HUFFMAN, President



LISA PARKINSON, Secretary

AGREEMENT OF MERGER OF GOELITZ CONFECTIONER, COMPANY
INTO HERMAN GOELITZ CANDY COMPANY, INC.

Bill Jones
BILL JONES, Secretary of State

THIS AGREEMENT OF MERGER is entered into between HERMAN GOELITZ CANDY COMPANY, INC., a California corporation (herein "Surviving Corporation") and GOELITZ CONFECTIONERY COMPANY, an Illinois corporation (herein "Merging Corporation").

1. Merging Corporation shall be merged into Surviving Corporation.
2. The outstanding shares of Surviving Corporation shall remain outstanding.
3. Surviving Corporation shall acquire all of the stock of Merging Corporation not already owned by Surviving Corporation in exchange for 2,292 shares of the common stock of Surviving Corporation which shall be transferred to the other shareholders of Merging Corporation.
4. Merging Corporation shall from time to time, as and when requested by Surviving Corporation, execute and deliver all such documents and instruments and take all such action necessary or desirable to evidence or carry out this merger.
5. The effect of the merger and the effective date of the merger are as of 11:59 p.m. on March 31, 2001.

IN WITNESS WHEREOF, the parties have executed this Agreement.

HERMAN GOELITZ CANDY COMPANY, INC.

By: *Robert M. Simpson, Jr.*
Robert M. Simpson, Jr., President

By: *Lisa R. Brasher*
Lisa R. Brasher, Secretary

GOELITZ CONFECTIONERY COMPANY

By: *William H. Kelley*
William H. Kelley, President

By: *Lisa R. Brasher*
Lisa R. Brasher, Secretary

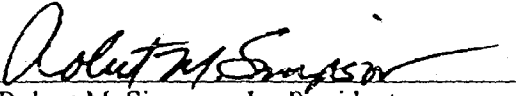
CERTIFICATE OF APPROVAL OF AGREEMENT OF MERGER
OF GOELITZ CONFECTIONERY COMPANY
INTO HERMAN GOELITZ CANDY COMPANY, INC.


Robert M. Simpson, Jr. and Lisa R. Brasher certify that:

1. They are the President and the Secretary, respectively, of Herman Goelitz Candy Company, Inc., a California corporation (the "Corporation").
2. The Agreement of Merger in the form attached was duly approved by the Board of Directors and shareholders of the Corporation.
3. The shareholder approval was by the holders of 100% of the outstanding shares of the Corporation.
4. There is only one class of shares and the number of shares outstanding is 15,340.
5. An additional 2,292 shares will be issued pursuant to the provisions of the attached Agreement of Merger.

We further declare under penalty of perjury under the laws of the State of California that the matters set forth in this certificate are true and correct of our own knowledge.

Dated: March 16, 2001


Robert M. Simpson, Jr., President


Lisa R. Brasher, Secretary

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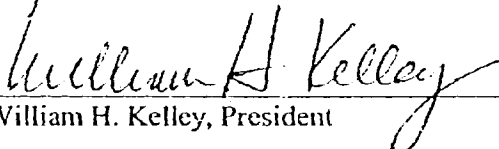
CERTIFICATE OF APPROVAL OF AGREEMENT OF MERGER
OF GOELITZ CONFECTIONERY COMPANY
INTO HERMAN GOELITZ CANDY COMPANY, INC.

William H. Kelley and Lisa R. Brasher certify that:

1. They are the President and the Secretary, respectively, of Goelitz Confectionery Company, an Illinois corporation (the "Corporation").
2. The Agreement of Merger in the form attached was duly approved by the Board of Directors and shareholders of the Corporation.
3. The shareholder approval was by the holders of 100% of the outstanding shares of the Corporation.
4. There is only one class of shares of the Corporation and the number of shares outstanding is 690.
5. An additional 2,292 shares of Herman Goelitz Candy Company, Inc. will be issued to the shareholders of the Corporation pursuant to the terms of the attached Agreement of Merger.

We further declare under penalty of perjury under the laws of the State of Illinois that the matters set forth in this certificate are true and correct of our own knowledge.

Dated: March 16, 2001



William H. Kelley, President



Lisa R. Brasher, Secretary

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CERTIFICATE OF AMENDMENT
OF
ARTICLES OF INCORPORATION
OF

FILED
In the office of the Secretary of State
of the State of California

APR 02 2001

Bill Jones
The Honorable, Secretary of State

HERMAN GOELITZ CANDY COMPANY, INC.

ROBERT M. SIMPSON and LISA ROWLAND BRASHER hereby certify that:

1. They are the President and Secretary, respectively, of Herman Goelitz Candy Company, Inc., a California corporation.

2. Article One of the Articles of Incorporation of said corporation shall be amended to read in full as follows:

"ONE: The name of this corporation is:

JELLY BELLY CANDY COMPANY"

3. The foregoing amendment has been approved by the Board of Directors of said corporation.

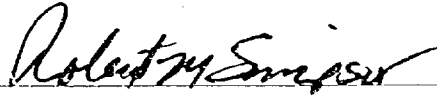
4. The foregoing amendment was approved by the required vote of the shareholders of said corporation in accordance with Sections 902 and 903 of the California Corporations Code. The corporation has only one class of shares and each outstanding share is entitled to one vote. The total number of outstanding shares entitled to vote with respect to the foregoing Amendment was Fifteen thousand Three Hundred Forty (15,340) Common Shares; and the number of shares voting in favor of the foregoing Amendment equaled or exceeded the vote required, in that the Amendment was approved by the affirmative vote of Fifteen Thousand Three Hundred Forty (15,340) shares, that is, by the affirmative vote of one hundred (100) percent of all the issued and outstanding shares.

IN WITNESS WHEREOF, the undersigned has executed this Certificate on March 20, 2001.

Robert M. Simpson
ROBERT M. SIMPSON, President

Lisa Rowland Brasher
LISA ROWLAND BRASHER, Secretary

The undersigned declare under penalty of perjury that the matters set forth in the foregoing certificate are true and correct of their own knowledge and that this declaration was executed on March 20, 2001 at Fairfield, California.


ROBERT M. SIMPSON, President


LISA ROWLAND BRASHER, Secretary

