

08-29-2002



FORM PTO-1594

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U.S. DEPARTMENT OF COMMERCE

(Rev. 6-93)

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):

Ontario Foods, Incorporated

- ☐ Individual(s) ☐ Association
☐ General Partnership ☐ Limited Partnership
☒ Corporation-State - New York
☐ 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: October 9, 2001

2. Name and address of receiving party(ies):

Name: Associated Brands, Inc.Street Address: 4001 Saltworks RoadCity: Medina State: NY ZIP: 14103

- ☐ 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) and address(es) attached? ☐ Yes ☐ No4. Application number(s) or patent number(s): See Exhibit A (attached)

A. Trademark Application No.(s)

B. Trademark No.(s) 1,564,065Additional Numbers attached? ☐ Yes ☒ No

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

Name: R. Kent RobertsHodgson Russ LLPInternal Address: Intellectual Property Law SectionStreet Address: One M&T Plaza, Suite 2000City: Buffalo State: NY ZIP: 14203-23916. 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:

08-2442

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

08/28/2002 TDIATZ1 00000176 1564065

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40.00 00

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.
R. Kent Roberts, Reg. No. 40,786
 Name of Person Signing

 Signature

August 21, 2002
 Date

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

7

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

BFLODOCS: 728546

TRADEMARK
 REEL: 002571 FRAME: 0781

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CERTIFICATE OF MERGER

OF

ASSOCIATED BRANDS, INC.
(A Delaware Corporation)

INTO

ONTARIO FOODS, INCORPORATED
(A New York Corporation)

Under Section 905 of the
Business Corporation Law

The undersigned, John Foster being the President of Associated Brands, Inc., a Delaware corporation, and Ontario Foods, Incorporated, a New York corporation, does hereby certify that:

1. The name of the corporation to be merged is Associated Brands, Inc. ("ABI"). The name of the surviving corporation is Ontario Foods, Incorporated ("OFI"). OFI was formed under the name Genesee Ontario Subsidiary, Inc.
2. The designation and number of outstanding shares of OFI are 100 common shares having a par value per share of \$1.00, all of which are entitled to vote. The designation and number of outstanding shares of ABI are 10 common shares having a par value of 10¢ per share, all of which are entitled to vote. The number of shares of each corporation aforementioned is not subject to change prior to the effective date of the merger.

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3. The merger of ABI into OFI shall be effective as of the date of filing.

4. The Certificate of Incorporation of OFI, the surviving corporation, was filed by the Department of State of the State of New York on January 21, 1988. The Certificate of Incorporation of ABI, the corporation to be merged, was filed by the Department of State of the State of Delaware on May 5, 1994. ABI is not qualified to do business in New York State.

5. Upon the Effective Date, each outstanding common share of OFI then issued and outstanding and owned of record by ABI, which represents all of the issued and outstanding shares of OFI, shall be canceled and shall cease to be outstanding, without any payment being made in respect thereof; and the 10 outstanding common shares, 10¢ par value per share, of ABI then issued and outstanding shall be converted into 100 common shares, \$1.00 par value per share, of OFI, certificates for which shall be issued to the shareholders of ABI upon surrender to OFI of such shareholders' certificates formerly representing their common shares of ABI.

6. The merger of ABI into OFI was authorized by unanimous written consent of the Board of Directors of ABI.

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7. Article (1) of the Certificate of Incorporation of OFI, the surviving corporation, is hereby amended to (a) change the name of the corporation from Ontario Foods, Incorporated to Associated Brands, Inc.

To effect such amendment, Article (1) of the Certificate of Incorporation is hereby amended to read in its entirety as follows:

(1) The name of the Corporation is: Associated Brands, Inc.

IN WITNESS WHEREOF, the undersigned hereby sign this Certificate this 9th day of October, 2001.

ASSOCIATED BRANDS, INC.

By


John Foster, President

ONTARIO FOODS, INCORPORATED

By


John Foster, President

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DRAWDOWN

CERTIFICATE OF MERGER
OF
ASSOCIATED BRANDS, INC.
AND
ONTARIO FOODS, INCORPORATED
INTO
ONTARIO FOODS, INCORPORATED
Under Section 905 of the Business Corporation Law

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STATE OF NEW YORK
DEPARTMENT OF STATE

FILED OCT 09 2001

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BY:

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Orleans

Filed By:
Relyea Services LLC
P.O. Box 5167
Albany, New York
12205-0167
Customer Reference #- 24150

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RECEIVED

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TOTAL P.87

FILING RECEIPT

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ENTITY NAME: ASSOCIATED BRANDS, INC.

DOCUMENT TYPE: MERGER (DOM. BUSINESS)
NAME

COUNTY: ORLE

SERVICE COMPANY: RELYEA SERVICES, INC.

SERVICE CODE: 75

CONSTITUENT NAME: ASSOCIATED BRANDS, INC.

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FILED:10/09/2001 DURATION:***** CASH#:011009000377 FILM #:011009000361

ADDRESS FOR PROCESS

EFFECT DATE

10/09/2001

REGISTERED AGENT



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FILER	FEES	255.00	PAYMENTS	255.00
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RELYEA SERVICES, LLC	FILING	60.00	CASH	0.00
PO BOX 5167	TAX	0.00	CHECK	0.00
	CERT	0.00	CHARGE	0.00
ALBANY, NY 12205-0167	COPIES	20.00	DRAWDOWN	255.00
	HANDLING	175.00	BILLED	0.00
			REFUND	0.00

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DOS-1025 (11/89)

State of New York }
Department of State } ss:

I hereby certify that the annexed copy has been compared with the original document in the custody of the Secretary of State and that the same is a true copy of said original.

Witness my hand and seal of the Department of State on

OCT 09 2001



A handwritten signature in cursive script, appearing to read "J. Shubert", followed by a long horizontal line.

Special Deputy Secretary of State

DOS-1266 (7/00)

I hereby Certify that this Correspondence is being deposited with the United States Postal Service as First Class Mail in an envelope addressed to: Commissioner for Patents and Trademarks, Box Assignments, Washington, D.C. 20231, on August 21, 2002.

Jennifer Nichols

Name

Jennifer Nichols
Signature

August 21, 2002

Date of Signature

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

LETTER

Commissioner of Patents and Trademarks
Box Assignments
Washington, DC 20231

Dear Commissioner:

Enclosed please find a *Certificate Of Merger* document filed with the State of New York. Paragraph 7 of the *Certificate Of Merger* changes the name of Ontario Foods, Incorporated to Associated Brands, Inc. Please update the USPTO's ownership records for the registration identified on the Recordation Form Cover Sheet attached hereto.

You are authorized to charge any fee deficiency or credit any overpayment for this matter to deposit account no. 08-2442.

Respectfully submitted,
HODGSON RUSS LLP
Attorneys for Applicant

Dated: August 21, 2002

By: R. Kent Roberts
R. Kent Roberts, Esq.

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