

09-23-2002



SHEET

Attorney Docket No.: 37042-0002

102225215

To the Honorable Commissioner of Patent and Trademark

original documents or copy thereof.

1. Name of conveying party(ies):

Colonial Beef Company
(a Pennsylvania corporation)

9-10-02

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

Marbest Corporation
1111 Plaza Drive, Suite 320
Schaumburg, Illinois 60173

10

3. Nature of conveyance:

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

Execution Date: February 21, 2001

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

If assignee is not domiciled in the U.S.A., a domestic representative designation is attached: Yes; No

(Designations must be a separate document from Assignment)

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

A. Trademark Application No.(s):

76/188,494

B. Trademark Registration No.(s):

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

Barbara A. Friedman
Morgan, Lewis & Bockius LLP
1111 Pennsylvania Ave., NW
Washington, D.C. 20004

Telephone: 202-739-5795
Facsimile: 202-739-3001
E-mail: bfriedman@morganlewis.com

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41) Cal. $\frac{1}{0} \times \$40.00 = \$$ 40.00
 $\frac{0}{0} \times \$25.00 = \$$ _____
 Total \$ 40.00

Authorized to be charged to deposit account

8. Deposit account number: 13-4520

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.

Barbara A. Friedman
Name of Person Signing

Barbara A. Friedman
Signature

September 10, 2002
Date

Total number of pages including cover sheet, attachments and document: 5

200115 - 506

Microfilm Number _____

Filed with the Department of State on **FEB 21 2001**

Entry Number 335453

Secretary of the Commonwealth

ARTICLES OF AMENDMENT-DOMESTIC BUSINESS CORPORATION
DCB:15-1915 (Rev 99)

In compliance with the requirements of 15 Pa.C.S. § 1915 (relating to articles of amendment), the undersigned business corporation, desiring to amend its Articles, hereby states that:

1. The name of the corporation is: Colonial Beef Company

2. The (a) address of this corporation's current registered office in this Commonwealth or (b) name of its commercial registered office provider and the county of venue is (the Department is hereby authorized to correct the following information to conform to the records of the Department):

(a) 3333 South Third Street, Philadelphia, PA 19148 Philadelphia
Number and Street City State Zip County

(b) or _____
Name of Commercial Registered Office Provider County

For a corporation represented by a commercial registered office provider, the county in (b) shall be deemed the county in which the corporation is located for venue and official publication purposes.

3. The statute by or under which it was incorporated is: Pennsylvania Business Corporation Law

4. The date of its incorporation is: AUGUST 12, 1932

5. (Check, and if appropriate complete, one of the following):

The amendment shall be effective upon filing these Articles of Amendment in the Department of State.

The amendment shall be effective on _____ at _____
Date Hour

6. (Check one of the following):

The amendment was adopted by the shareholders (or members) pursuant to 15 Pa.C.S. § 1914(a) and (b).

The amendment was adopted by the board of directors pursuant to 15 Pa.C.S. § 1914(c).

7. (Check, and if appropriate complete, one of the following):

The amendment adopted by the corporation, set forth in full, is as follows:

ARTICLE OF AMENDMENT TO THE ARTICLES OF INCORPORATION OF COLONIAL BEEF COMPANY

Form 1-11 (Rev. 9/99)

For more information, please contact the Department of State, Harrisburg, PA 17120-0001.

31

200115-507

DSCR-15-1915 (Rev 98)-2

- The amendment adopted by the corporation as set forth in full in Exhibit A attached hereto and made a part hereof.
- The restated Articles of Incorporation supersede the original Articles and all amendments thereto.

IN TESTIMONY WHEREOF, the undersigned corporation has caused these Articles of Amendment to be signed by a duly authorized officer thereof this 21ST day of FEBRUARY, 2001.

Colonial Reef Company
(Name of Corporation)
Shinpei Yamakawa
(Signature)
Shinpei Yamakawa
TITLE: Secretary

200115-508

**Exhibit A to Articles of Amendment
for Colonial Beef Company**

Paragraph One of the Articles of Incorporation of Colonial Beef Company shall be amended in its entirety as follows:

1. The name of the corporation is: Marbest Corporation.