

Form PTO-1594
(Rev. 10/02)

OMB No. 0651-0027 (exp. 8/30/2005)

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RECORDATION FORM COVER SHEET TRADEMARKS ONLY

U.S. DEPARTMENT OF COMMERCE
U.S. 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):

Dairy Fresh, Inc.

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

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

3. Nature of conveyance:

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

Effective Date: 1/1/2000

2. Name and address of receiving party(ies)

Name: Dairy Fresh, LLC

Internal

Address: _____

Street Address: 2221 North Patterson Avenue

City: Winston-Salem State: NC Zip: 27105

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

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) 2,084,633

Additional number(s) attached Yes No

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

Name: Bridget Griffin Johnson

Internal Address: Dean Foods Company

Street Address: 2515 McKinney Avenue, Ste 1200

City: Dallas State: TX Zip: 75201

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:

500785

DO NOT USE THIS SPACE

9. Signature.

Bridget Griffin Johnson
Name of Person Signing

Bridget Griffin Johnson
Signature

January 29, 2003
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

State of Delaware
Office of the Secretary of State

PAGE 1

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 MERGER, WHICH MERGES:

"DAIRY FRESH, INC.", A DELAWARE CORPORATION, WITH AND INTO "DAIRY FRESH, LLC" UNDER THE NAME OF "DAIRY FRESH, LLC", A LIMITED LIABILITY COMPANY ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE THIRTIETH DAY OF DECEMBER, A.D. 1999, AT 9 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE FIRST DAY OF JANUARY, A.D. 2000.

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



Edward J. Freel

Edward J. Freel, Secretary of State

3140197 8100M

991570091

AUTHENTICATION: 0173418

DATE: 12-30-99

TRADEMARK

REEL: 002602 FRAME: 0808

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 09:00 AM 12/30/1999
991570091 - 3140197

CERTIFICATE OF MERGER

OF

DAIRY FRESH, INC.

(a Delaware corporation)

AND

DAIRY FRESH, LLC

(a Delaware limited liability company)

It is hereby certified that:

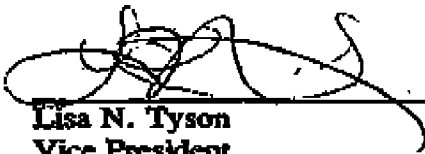
1. The constituent business entities participating in the merger herein certified are:
 - (i) Dairy Fresh, Inc., a corporation, which is incorporated under the laws of the State of Delaware; and
 - (ii) Dairy Fresh, LLC., a limited liability company, which is organized under the laws of the State of Delaware.
2. An Agreement of Merger has been approved, adopted, certified, executed, and acknowledged by each of the aforesaid constituent business entities in accordance with the provisions of subsection (c) of Section 264 of the General Corporation Law of the State of Delaware and subsection (b) of Section 18-209 of the Delaware Limited Liability Company Act.
3. The name of the surviving limited liability company in the merger herein certified is Dairy Fresh, LLC, which will continue its existence as said surviving limited liability company under its present name upon the effective date and time of said merger pursuant to the provisions of the Delaware Limited Liability Company Act.
4. The executed Agreement of Merger between the aforesaid constituent business entities is on file at a place of business of the aforesaid surviving limited liability company, the address of which is as follows: 2515 McKinney Avenue, Suite 1200, Dallas, Texas 75201.
5. A copy of the aforesaid Agreement of Merger will be furnished by the aforesaid surviving limited liability company, on request, and without cost, to any member of the aforesaid surviving limited liability company or any person holding an interest in the terminating corporation.

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6. The effective date and time of the merger herein provided for shall be January 1, 2000, at 12:01 a.m., Eastern Standard Time.

Dated: December 29, 1999

DAIRY FRESH, INC.

By: 

Lisa N. Tyson
Vice President

Dated: December 29, 1999

DAIRY FRESH, LLC

By: 

Lisa N. Tyson
Vice President

009346.00096:486059.01