

Form PTO-1594

(Rev. 10/02)

OMB No. 0651-0027 (exp. 6/30/2005)

Tab settings ⇌ ⇌ ⇌ ▼ ▼ ▼ ▼ ▼ ▼ ▼

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):

Country Fresh, Inc.

- Individual(s)
- General Partnership
- Corporation-State - Michigan
- 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: 1/4/2000

2. Name and address of receiving party(ies)

Name: Country Fresh, LLC

Internal

Address: _____

Street Address: 2515 McKinney Avenue, Ste 1200

City: Dallas State: TX Zip: 75201

- Individual(s) citizenship _____
- Association _____
- General Partnership _____
- Limited Partnership _____
- Corporation-State _____
- Other Michigan 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) 2,069,438 and 2,251,540

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: 2

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

- 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

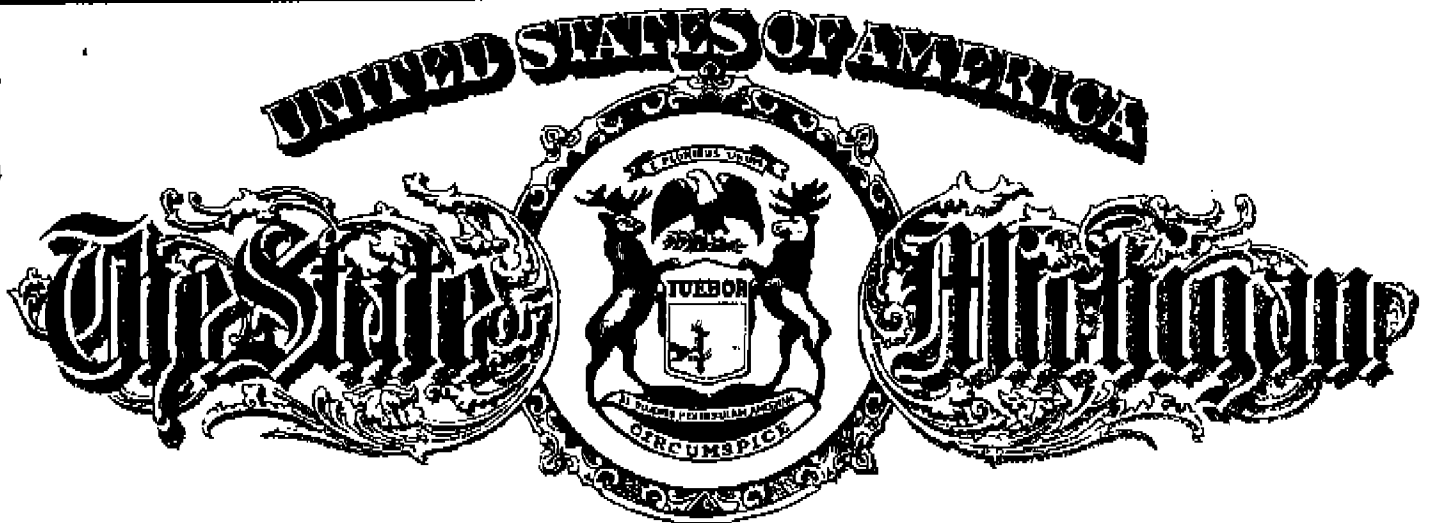
Bridget Griffin Johnson
Signature

February 5, 2003

Date

Total number of pages including cover sheet, attachments, and document: 6

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



Michigan Department of Consumer and Industry Services

Lansing, Michigan

This is to Certify that the Annexed copy has been compared by me with the record on file in this Department and that the same is a true copy thereof.

In testimony whereof, I have hereunto set my hand and affixed the Seal of the Department, in the City of Lansing, this 5th day of January, 2000.

, Director

Corporation, Securities and Land Development Bureau

TRADEMARK

CAS50m (Rev. 10/99)

MICHIGAN DEPARTMENT OF CONSUMER & INDUSTRY SERVICES CORPORATION, SECURITIES AND LAND DEVELOPMENT BUREAU	
Date Received JAN 03 2000	ADJUSTED PURSUANT TO BUREAU USE ONLY TELEPHONE AUTHORIZATION <i>CHERYL-MAG</i>
	This document is effective on the date filed, unless a subsequent effective date within 90 days after received date is stated in the document.
<p>FILED</p> <p>JAN 04 2000</p> <p>Administrator CORP, SECURITIES & LAND DEV. BUREAU</p>	
Name 517-663-2525 Ref # <i>00032</i> Attn: Cheryl J. Bixby Address MICHIGAN RUNNER SERVICE P.O. Box 266 City Eaton Rapids, MI 48827 Zip Code	EFFECTIVE DATE: Expiration date for new assumed names: December 31, Expiration date for transferred assumed names appear in Item 6

Document will be returned to the name and address you enter above
If left blank document will be mailed to the registered office.

CERTIFICATE OF MERGER
**Cross Entity Merger for use by Profit Corporations, Limited Liability Companies
 and Limited Partnerships**

Pursuant to the provisions of Act 284, Public Acts of 1972 (profit corporations), Act 23, Public Acts of 1993 (limited liability companies) and Act 213, Public Acts of 1982 (limited partnerships), the undersigned entities execute the following Certificate of Merger:

1. The Plan of Merger (Consolidation) is as follows:

a. The name of each constituent entity and its identification number is:

Country Fresh, Inc.	002706
Country Fresh I, LLC	<i>B58-237</i>

b. The name of the surviving (new) entity and its identification number is:

Country Fresh I, LLC	<i>B58-237</i>
----------------------	----------------

Corporations and Limited Liability Companies provide the street address of the survivor's principal place of business:

2515 McKinney Avenue, Suite 1200, Dallas, Texas 75201

2. (Complete only if an effective date is desired other than the date of filing. The date must be no more than 90 days after the receipt of this document in this office.)

The merger (consolidation) shall be effective on the 1st day of January, 2000
 at 12:03 a.m., Eastern Standard Time.

TG
180950 71372 CLR CLK

3. Complete for Profit Corporations only

For each constituent stock corporation, state:

Name of corporation	Designation and number of outstanding shares in each class or series	Indicate class or series of shares entitled to vote	Indicate class or series entitled to vote as a class
Country Fresh, Inc.	1000 shares, common stock	common stock	N/A

If the number of shares is subject to change prior to the effective date of the merger or consolidation, the manner in which the change may occur is as follows:

The manner and basis of converting shares are as follows:

The amendments to the Articles, or a restatement of the Articles, of the surviving corporation to be effected by the merger are as follows: NONE

The shares of common stock of the non-surviving entity shall, upon the effective time and date of the merger, be cancelled and terminated, without conversion into Membership Interests of the surviving limited liability company.

The Plan of Merger will be furnished by the surviving profit corporation, on request and without cost, to any shareholder of any constituent profit corporation.

The merger is permitted by the state or country under whose law it is incorporated and each foreign corporation has complied with that law in effecting the merger.

(Complete either Section (a) or (b) for each corporation)

a) The Plan of Merger was approved by the majority consent of the incorporators of _____, a Michigan corporation which has not commenced business, has not issued any shares, and has not elected a Board of Directors.

(Signature of Incorporator)

(Type or Print Name)

(Signature of Incorporator)

(Type or Print Name)

(Signature of Incorporator)

(Type or Print Name)

(Signature of Incorporator)

(Type or Print Name)

b) The plan of merger was approved by:

the Board of Directors of _____, the surviving Michigan corporation, without approval of the shareholders in accordance with Section 703a of the Act.

the Board of Directors and the shareholders of the following Michigan corporation(s) in accordance with Section 703a of the Act.

Country Fresh, Inc.

By

(Signature of Authorized Officer or Agent)

Lisa N. Tyson, Vice President

(Type or print name)

COUNTRY FRESH, INC.

(Name of Corporation)

By

(Signature of Authorized Officer or Agent)

(Type or print name)

(Name of Corporation)

4. Complete for any Limited Liability Companies only

Check one of the following:

- There are no changes to be made to the Articles of Organization of the surviving limited liability company.
- The amendments to the Articles, or a restatement of the Articles, of the surviving limited liability company to be effected by the merger are as follows:

The name of the limited liability company is Country Fresh, LLC.

The manner and basis of converting the membership interests are as follows:


None.

The Plan of Merger was approved by the members of each constituent limited liability company in accordance with section 702(1).

The Plan of Merger was approved by the members of each domestic limited liability company in accordance with section 705a(5) and by each constituent business organization in the manner provided by the laws of the jurisdiction in which it is organized.

For each limited liability company involved in the merger, this document is signed in accordance with Section 103 of the Act.

Signed this 29th day of December, 1999

By 
(Signature of Member or Manager)

Lisa N. Tyson, Vice President of Suiza Fluid Dairy Group GP, LLC,
general partner of Suiza Fluid Dairy Group, L.P., sole member
of Country Fresh I, LLC
(Name of Limited Liability Company)

Signed this _____ day of _____

By _____
(Signature of Member or Manager)

(Type or Print Name)

(Name of Limited Liability Company)

6. Complete for Corporations and Limited Liability Companies only

The assumed names being transferred to continue for the remaining effective period of the Certificate of Assumed Name on file prior to the merger are:

Assumed name	Corporation and/or LLC transferred from	Expiration date
Southeastern Juice Packers	Country Fresh, Inc.	12/31/2005
Western Patis Wagon Company	Country Fresh, Inc.	12/31/2005
Country Fresh Masley	Country Fresh, Inc.	12/31/2005
^{Dairy} Dairy Products of Michigan	Country Fresh, Inc.	12/31/2005
East Coast Ice Cream	Country Fresh, Inc.	12/31/2005

New assumed names under which business is to be conducted are:
