

11-07-2002



102274827

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

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): Jac-Pac Food Sales Corporation, a Massachusetts corporation 10-18-02

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

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

3. Nature of conveyance: Assignment Merger Security Agreement Change of Name Other Correction of Recordation Info

Execution Date: 10-27-86

2. Name and address of receiving party(ies) Name: Granite State Packing Company, Inc.

Internal Address:

Street Address: 163 Hancock Street

City: Manchester State: NH Zip: 03108

- Individual(s) citizenship Association General Partnership Limited Partnership Corporation-State New Hampshire 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

OFFICE OF PUBLIC RECORDS 2002 OCT 13 PM 3:06 FINANCE SECTION

4. Application number(s) or registration number(s): A. Trademark Application No.(s)

B. Trademark Registration No.(s) 1,190,839

Additional number(s) attached Yes No

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

Name: Jenna R. Johnston

Internal Address:

Street Address: 1601 Northwest Expressway

Suite 1700

City: Oklahoma City State: OK Zip: 73118-0437

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:

502227

DO NOT USE THIS SPACE

9. Signature.

Jenna R. Johnston Name of Person Signing

Signature

10/17/02 Date

Total number of pages including cover sheet, attachments, and document: 7

11/06/2002 TDIAZ1 00000166 502227 1190839

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

01 FC:0521 40.00 CH

TRADEMARK REEL: 002612 FRAME: 0405

Filing fee: \$ 25.00  
Use black print or type.  
Leave 1" margins both sides.

82 145

Form No. 28  
RSA 293-A:76 & 78

~~ARTICLES OF MERGER~~  
~~OF FOREIGN SUBSIDIARY CORPORATION~~  
~~INTO~~  
~~DOMESTIC PARENT CORPORATION~~

**FILED**  
**OCT 29 1986**  
**NEW HAMPSHIRE**  
**SECRETARY OF STATE**

PURSUANT TO THE PROVISIONS OF SECTIONS 76 AND 78 OF THE NEW HAMPSHIRE BUSINESS CORPORATION ACT, THE UNDERSIGNED CORPORATION ADOPTS THE FOLLOWING ARTICLES OF MERGER FOR THE PURPOSE OF MERGING A SUBSIDIARY CORPORATION INTO THE UNDERSIGNED AS THE SURVIVING CORPORATION:

FIRST: The subsidiary corporation to be merged into the undersigned parent corporation is incorporated under the laws of Massachusetts, and the laws of such jurisdiction permit such a merger.

SECOND: The following Plan of Merger was approved by the board of directors of the undersigned, as the surviving corporation, in the manner prescribed by the New Hampshire Business Corporation Act, and was authorized and approved in the manner prescribed by the laws of Massachusetts, the jurisdiction under which the subsidiary corporation is organized:

(Insert Plan of Merger)

[If more space needed, attach additional sheet(s)]

SEE ATTACHED SHEETS

TRADE-MARK

REEL 0550 FRAME 673



## AGREEMENT AND PLAN OF MERGER

Agreement of Merger made this 30th day of September, 1986, between Granite State Packing, Inc., a New Hampshire corporation (hereinafter "Remaining Corporation"), and Jac-Pac Food Corporation, a Massachusetts corporation (hereinafter called "Merged Corporation").

REEL 0550 FRAMES 75  
TRADE-MARK

WHEREAS, the Merged Corporation is a wholly owned subsidiary of the Remaining Corporation;

WHEREAS, the Officers of the Merged Corporation and the Remaining Corporation deem it advisable and generally to the advantage and welfare of the respective corporations and their stockholders if the operations of the Merged Corporation were merged into and consolidated with those of the Remaining Corporation under and pursuant to the provisions of Sections 293-A:76 & 78 of the Revised Statutes Annotated of New Hampshire and the provisions of Section 156-B:82 of the Massachusetts General Laws.

WHEREAS, the principal place of business of the Merged Corporation is Manchester, New Hampshire;

WHEREAS, the principal place of business of the Remaining Corporation is located at Manchester, New Hampshire;

NOW THEREFORE, in consideration of the covenants and mutual agreements herein contained, and by the mutual benefits herein provided, the parties hereto do hereby agree to the merger and consolidation of the corporations into a single corporation, as follows:

1. Merger. Upon the effective date, the Merged Corporation shall be merged into the Remaining Corporation.

2. Effective Date. The Agreement of Merger shall become effective upon compliance with the laws of the State of New Hampshire, but in no event earlier than, and this agreement is contingent upon, approval of this plan by the Board of Directors of each of the Merged and Remaining Corporations on or October 31, 1986.

3. Remaining Corporation. The Remaining Corporation shall survive the merger herein contemplated and shall continue to be governed by the laws of the State of New Hampshire, but the separate corporate existence of the Merged Corporation shall cease forthwith upon the effective date. The name of the Remaining Corporation is and shall continue to be Granite State Packing, Inc. and its principal place of business shall be at Manchester, New Hampshire.

4. **Objects and Purposes.** The objects and purposes of the Remaining Corporation shall be the same as presently contained in the Articles of Agreement of Granite State Packing, Inc.

5. **By-Laws.** The By-Laws of the Remaining Corporation shall be the present By-Laws of Granite State Packing, Inc. which have been duly adopted according to applicable law, unless and until the same shall be amended or repealed in accordance with the provisions thereof.

6. **Authorized Capital.** The authorized capital stock of the Remaining Corporation following the effective date shall be two thousand seven hundred fifty (2,750) shares of preferred stock, having a par value of one hundred dollars (\$100) per share, three thousand seven hundred twenty five (3,725) shares of no par voting Class A common stock, and three thousand seven hundred twenty five (3,725) shares of non-voting Class B common stock.

7. **Retirement of Stock.** The stock of the Merged Corporation will be retired, and no shares shall be issued as a result of this merger.

8. **Rights and Liabilities.** At and after the effective date, the Remaining Corporation shall succeed to and possess, without further act or deed, all of the estate, rights, privileges, powers and franchises, both public and private, and all of the property, real, personal and mixed, of the Merged Corporation; all debts due the Merged Corporation on whatever account shall be vested in the Remaining Corporation; all claims, demands, property, rights, privileges, powers and franchises and every other interest of the Merged Corporation shall be as effectively the property of the Remaining Corporation as they were of the Merged Corporation; all debts, liabilities and duties of the Merged Corporation shall thenceforth attach to the Remaining Corporation and may be enforced against it to the same extent as if such debts, liabilities and duties had been incurred or contracted by it.

9. **Further Assurances of Title.** As and when requested by the Remaining Corporation, or by its successors or assigns, the Merged Corporation will execute and deliver, or cause to be executed and delivered, all deeds and instruments, and will take or cause to be taken all such further action as the Remaining Corporation may deem necessary or desirable in order to vest in and confirm to the Remaining Corporation title to and possession of any property of the Merged Corporation acquired by the Remaining Corporation by reason or as result of the merger herein provided for and otherwise to carry out the intent and purposes hereof, and the officers and directors of the Merged Corporation and the officers and directors of the Remaining Corporation are fully authorized to take any and all such action.

10. **Officers and Directors.** The names and post office addresses of the officers and directors of the Remaining Corporation following the effective date are as follows:

REEL 0563 FRAME 676  
TRADE-MARK

President

Lester Shapiro  
Granite State Packing  
163 Hancock Street  
Manchester, NH 03108

Treasurer

Lester Shapiro  
Granite State Packing  
163 Hancock Street  
Manchester, NH 03108

Secretary

William S. Green  
Sheehan, Phinney, Bass & Green  
Prof. Ass'n  
1000 Elm Street  
Manchester, NH 03101

Directors

Lester Shapiro  
Theodore Krentzel  
Irwin Muskat  
William S. Green

11. Execution. The proper officers of the Merged Corporation and the Remaining Corporation shall make, execute, and file under the corporate seals of the respective corporations whatever certificates and documents are required by the laws of the State of New Hampshire and the Commonwealth of Massachusetts and shall do all acts and things which may be in any way necessary or proper to effect such merger.

IN WITNESS WHEREOF, each of the parties hereto has caused this Agreement of Merger to be executed by its duly authorized officer on the day and year first above written.

WITNESS:

GRANITE STATE PACKING, INC.

[Signature]

By:

[Signature]  
Its: President

JAC PAC FOOD SALES CORPORATION

[Signature]

By:

[Signature]  
Its: President

REEL 0550 FRAMES 77  
TRADE-MARK

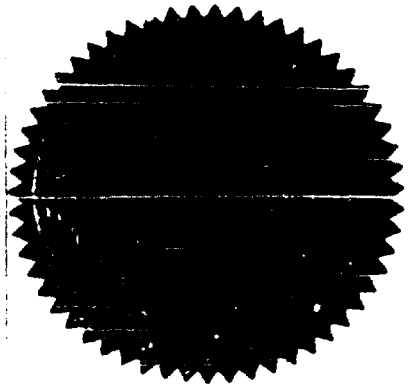
# State of New Hampshire TRADE-MARK

OFFICE OF SECRETARY OF STATE



I, ROBERT P. AMBROSE, Deputy Secretary of State of the State of New Hampshire, do hereby certify that the following and hereto attached is a true copy of the Articles of Merger between GRANITE STATE PACKING, INC., a New Hampshire Corporation and JAC-PAC FOOD SALES CORPORATION, a Massachusetts Corporation, the surviving corporation being GRANITE STATE PACKING, INC. as filed in this office on October 29, 1986, and held in my custody as Deputy Secretary of State.

PATENT RECORDED  
JUN 28 1987



In Testimony Whereof, I have set my hand and seal of office to be affixed the Seal of the State, at Concord, this 15th day of January, A. D. 1986.

*Robert P. Ambrose*

Deputy Secretary of State