

Form PTO-1594

(Rev. 03/01)

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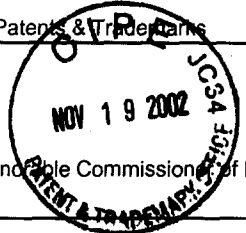


U.S. DEPARTMENT OF COMMERCE

U.S. PATENT AND TRADEMARK OFFICE

102291961

To the honorable Commissioner of Patents and Trademarks: Please record the attached original document or copy thereof:



1. Name of Conveying Party(ies):

Windmill Corporation

11-19-02

- Individual(s)
- Association
- General Partnership
- Limited Partnership
- Corporation: **Delaware**
- Other:

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

2. Name and Address of Receiving Party(ies):

Name: **Frozen Specialties, Inc.**
 Street Address: **720 Barre Road**
 Street Address: **P.O. Box 410**
 City: **Archbold**
 State/Country: **Ohio** Postal Code: **43502-0410**

- Individual Citizenship
- Association
- General Partnership
- Limited Partnership

- Corporation: **Delaware**
- 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 No

3. Nature of Conveyance:

- Assignment
- Merger
- Security Agreement
- Change of Name
- Other: **Declaration of Ray Chung to correct record**

Effective Date: **November 12, 2002**

4. Application Number(s) or Registration Number(s):

A. Trademark Application Number(s):

B. Trademark Registration Number(s): **676,421**

11/22/2002 TBIAZI 00000141 676421

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Additional numbers attached? Yes No

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

CUSTOMER NUMBER 00136 -or-

JACOBSON HOLMAN PLLC
400 Seventh Street, N.W.
Washington, D.C. 20004-2218
Tel. 202-638-6666

Attorney Docket Number: **A-0777**

6. Total number of applications and registrations involved: **1**

7. Total Fee (37 CFR 3.41): **\$40.00**

- Enclosed
- Any deficiencies in enclosed fees are authorized to be charged to **Deposit Account No. 06-1358.**

DO NOT USE THIS SPACE

8. 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.

Leesa N. Weiss

November 19, 2002

Name of Person Signing

Signature

Date

Total number of pages including cover sheet, attachments, and documents: **15**

In re Registration No: 676,421

Issued: March 31, 1959

Mark: **G * W** (Stylized)

DECLARATION OF RAY CHUNG

RAY CHUNG declares that:

1. On November 7, 1989, I was Executive Vice President of Windmill Corporation, a Delaware corporation, formerly known as Martha White Foods, Inc. ("Martha White"), and was duly authorized to make statements and execute affidavits on its behalf.
2. I was the Executive Vice President of Windmill Corporation, a Delaware corporation ("Old Windmill"), from its inception until the Merger (defined below) on November 7, 1989.
3. On November 7, 1989, Old Windmill acquired all of the outstanding shares of Martha White. Martha White owned all the issued and outstanding stock of its wholly-owned subsidiary, Frozen Specialties, Inc., a Delaware corporation ("Old Frozen Specialties").
4. Old Windmill was merged with and into Martha White, with Martha White surviving such merger (the "Merger"), pursuant to a Certificate of Ownership and Merger filed with the Secretary of State of Delaware on November 7, 1989 (the "Merger Document"). In accordance with the Merger Document, Martha White changed its name to Windmill Corporation.
5. On information and belief, the Merger Document was recorded with the United States Patent & Trademark Office ("PTO") on December 16, 1989, along with a Schedule

thereto of Martha White's patents and trademarks (and applications therefor), on the Trademark Assignment records at Reel 0694, Frames 0061 to 0069, a copy of which is attached hereto as Exhibit A.

6. A page entitled "Frozen Specialties, Inc. - List of Marks" ("Old Frozen Specialties List") inadvertently was attached to the Merger Document when it was submitted to the PTO, and ultimately, incorrectly recorded with the Merger Document at Trademark Reel 0694/Frame 068. The Old Frozen Specialties List reflected trademark registrations owned by Old Frozen Specialties, including Registration No. 676,421 for the trademark *G ★ W* (Stylized).¹ The Merger Document was incorrectly recorded against these registrations, including Registration No. 676,421, as aforesaid.

7. On information and belief, at no time has Windmill Corporation ever been the owner of the trademarks owned by Old Frozen Specialties, including Registration No. 676,421, as listed on the Old Frozen Specialties List recorded at Trademark Reel 0694/Frame 068, recorded with the Merger Document in the PTO.

8. It is respectfully requested that the trademark assignment records of the PTO be amended to correct the error caused by the incorrect recordation of the Old Frozen Specialties List at Trademark Reel 0694/Frame 068.

9. All statements made herein of his own knowledge are true and that all statements made on information and belief are believed to be true; and further, that these statements were made with the knowledge that willful false statements and the like so made are punishable by fine or imprisonment, or both, under Section 1001 of Title 18 of the United States

¹ The Old Frozen Specialties List also included three other trademarks and U.S. registrations therefor: Reg. No. 722,310 for "LAMBRECHT"; Reg. No. 907,259 for "MARIO'S"; and Reg. No. 962,160 for "OUR OWN", all of which have expired.

Code and that such willful false statements may jeopardize the validity of the document or any registration resulting therefrom.



Ray Chung

Dated: November 12, 2002

State of Delaware

PAGE 1

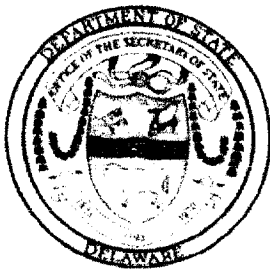


Office of Secretary of State

I, MICHAEL HARKINS, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF OWNERSHIP & MERGER OF WINDMILL CORPORATION FILED IN THIS OFFICE ON THE SEVENTH DAY OF NOVEMBER, A.D. 1989, AT 4 O'CLOCK P.M.

.....

REEL 5221 FRAME 919



899318138

Michael Harkins
Michael Harkins, Secretary of State

REEL 0694 FRAME 61
TRADE MARK

AUTHENTICATION : 2489988

DATE 11/15/1989

899311086

CERTIFICATE OF OWNERSHIP AND MERGER

MERGING

WINDMILL CORPORATION

INTO

MARTHA WHITE FOODS, INC.

(pursuant to Section 253 of the Delaware General Corporation law)

FILED

NOV 7 1989

SECRETARY OF STATE

WINDMILL CORPORATION, a corporation organized and existing under the laws of the State of Delaware (the 'Corporation'), DOES HEREBY CERTIFY:

FIRST: That the Corporation was incorporated on October 19, 1989 pursuant to the General Corporation Law of the State of Delaware.

SECOND: That the Corporation owns all of the outstanding shares of the stock of Martha White Foods, Inc., a corporation incorporated on March 19, 1986, pursuant to the General Corporation Law of the State of Delaware.

THIRD: That the Corporation, by the following resolutions of its Board of Directors, adopted by unanimous written consent in lieu of a meeting dated November 1, 1989, and of its stockholders, adopted by written consent dated November 1, 1989, determined to and did approve the merger of itself into Martha White Foods, Inc.

REC 5221 FRAM 919

TRADE-MARK

REC 0694 FRAM 062

RESOLVED, that it is advisable and in the best interests of the Corporation that the Corporation shall be merged with and into the Corporation's wholly-owned subsidiary, Martha White Foods, Inc., a Delaware corporation ("Martha White"), and Martha White shall be the surviving corporation and shall continue to exist as said surviving corporation under the laws of the State of Delaware; and further

RESOLVED, that pursuant to the merger, WC Holding Company Inc., a Delaware corporation ("WC Company"), shall become the sole stockholder of Martha White upon the issuance of stock of Martha White and WC Company's surrender of all stock certificates in the Corporation; and further

RESOLVED, that the merger shall be effective upon the date and at the time a Certificate of Ownership and Merger is filed with the Secretary of State of Delaware (the "Merger"); and further

RESOLVED, that the proper officers of the Corporation be, and they hereby are, directed to make and execute a Certificate of Ownership and Merger (the "Certificate") to be filed in Delaware, setting forth a copy of the resolutions to merge the Corporation into Martha White, and to cause such Certificate to be filed with the Secretary of State of Delaware and a certified copy recorded in the Offices of the Recorders of Deeds of Kent County and New Castle County and to file all such other certificates and to do all acts and things whatsoever, which may be necessary or proper to effect said merger; and further

RESOLVED, that upon the effective date of the merger, the corporate name of Martha White, the surviving corporation, shall be changed and become Windmill Corporation.

REEL 5221 FRAME 920

REEL 0694 FRAME 063

TRADE-MARK

IN WITNESS WHEREOF, the Corporation has caused this
certificate to be signed by Ray Chung, its Executive Vice President, and
attested by Jonathan M. Peterson, its Assistant Secretary, this
7th day of November, 1989.

WINDMILL CORPORATION

By: Ray Chung
Ray Chung
Executive Vice President

ATTEST:

By: Jonathan M. Peterson
Jonathan M. Peterson
Assistant Secretary

D:W109023MD1

REEL 5221 FRAME 921

REEL 0694 FRAME 064
TRADE-MARK

PATENTS STANDING IN THE NAME OF MARTHA WHITE FOODS, INC.

SCHEDULE A

WINDMILL CORPORATION

LIST OF PATENTS AND APPLICATIONS

	<u>Patent No.</u>	<u>Title</u>	<u>Date of Issue</u>
1.	3,989,855	Freezing Process for Production of Instant Grits	11/02/76
2.	4,514,426	Package and Method for the Automatic Control of the Degree of Cooking of a Cereal	04/30/85

MM 5221 FAN 922

MM 0694 FAN 065
TRADE MARK

TRADE MARK

REEL: 002621 FRAME: 0066

MARKS STANDING IN THE NAME OF MARTHA WHITE FOODS, INC.

SCHEDULE A

WINDMILL CORPORATION

LIST OF MARKS

<u>TRADEMARK NAME</u>	<u>REGN. NUMBER</u>	<u>APPLN. NUMBER</u>	<u>RENEWAL DUE DATE</u>
Gladiola	1,469,282		05/11/2007
G. Whiskers	1,555,992		09/12/2009
G. Whiskers	1,474,393		01/26/2008
Spudflakes Old	828,935		05/16/2007
Fashioned GD New			
Fangled Easy			
Snowdrift	67,061		01/14/2008
Snowdrift	69,714		06/30/1988
Omega and Design	856,147		09/03/2008
Hay Market	876,687		09/09/2009
Goodness Gracious'	879,581		10/28/2009
It's Good			
Design (Martha White)	883,866		01/06/1990
Martha White	884,253		01/13/1990
Tip-Toe	888,769		03/31/1990
Eel-Beck and Design	272,452		07/08/1990
Martha White and Design	538,025		02/20/1991
MY-T-Pure	548,089		09/18/1991
Dixie Lily		801,269	
Design-Red and Blue	560,052		06/17/1992
Food of Champions	947,325		11/14/1992
Trail Blazer & Design	960,550		06/05/1993
Whitewater Rose and Design	576,978		07/07/1993
Cee-lect	982,318		04/16/1994
Trail Blazer & Design	985,144		05/28/1994
Design-Band and Stripe	989,708		07/30/1994
Hot Rize Plus	1,000,600		12/31/1994
Roller Champion	608,061		06/28/1995
The Flour The Best	609,334		07/19/1995
Cooks Use			
Perkerson's and	1,016,419		07/22/1995

REEL 5221 FRAME 923

TRADE-MARK

REEL 0694 FRAME 66

<u>MARK NAME</u>	<u>REGN. NUMBER</u>	<u>APPLN. NUMBER</u>	<u>RENEWAL DUE DATE</u>
Design			
Hot Rize	618,741		01/03/1996
Famo	622,409		02/28/1996
Once-Nee-Chee	1,036,931		03/30/1996
Dixie Lily and Design	333,618		03/31/1996
Jim Dandy	627,941		05/29/1996
Famo	1,044,349		07/20/1996
Hot Rize & Design	634,147		09/04/1996
Famo and Design	1,048,239		09/23/1996
Martha White's Cee-Lect	634,918		09/25/1996
Pine Mountain	641,495		02/12/1997
Jim Dandy and Design	642,405		03/05/1997
Snowdrift and Design	674,266		02/17/1999
Mother's Best	678,544		05/12/1999
Mother's Best	697,877		05/17/2000
Snowdrift	136,636		11/02/2000
Dan River	138,604		01/04/2001
Betsy's Best and Design	139,431		02/01/2001
Dixie Lily	1,149,080		03/24/2001
Martha White Self- Rising and Design	726,321		01/09/2002
Jim Dandy and Design	1,198,172		06/15/2002
Quik N' Sura	1,201,332		07/13/2002
Goodness Gracious, It's Pea Pickin' Good	1,211,744		10/05/2002
Honeysuckle	740,718		11/13/2002
Bixmix	757,473		09/24/2003
Little Princess & Design	767,929		04/07/2004
Cabin Home	792,343		07/06/2005
Flapstax	793,750		08/03/2005
Mother's Best	798,613		11/09/2005
Bonkers	1,402,410		07/22/2006
Gladiola & Design	825,031		02/28/2007
Martha White Cotton Pickin'	838,893		11/14/2007
Pine Mountain	1,488,721		05/17/2008

REEL 5221 FRAME 924

REEL 0694 FRAME 67
TRADE-MARK

FROZEN SPECIALITIES, INC.

LIST OF MARKS

<u>Trademark Name</u>	<u>Trademarks Renewal Date</u>	<u>Registration No.</u>	<u>Type of Goods</u>
G*W	March 3, 1999	676,421	Frozen Pizza Pies and Fillings of Meat/Vegetable Nature
Lambrecht	Oct. 3, 2001	722,310	Pizza
Mario's	Feb. 2, 1991	907,259	Frozen Pizza
Our Own	June 28, 1993	962,160	Frozen Pizza

REF. 5221 FRAME 25

REF. 0694 FRAME 68
TRADE-MARK

SCHEDULE A
ZATARAIN'S, INC.
LIST OF TRADEMARKS

	<u>Trademark Name</u>	<u>Reg. No.</u>	<u>Expiration Date</u>
1.	"Zatarain's"	773,245	July 14, 2004
2.	"Zatarain's"	773,269	July 14, 2004
3.	"Fish-Fri"	733,499	June 26, 2002

RECORDED
PATENT & TRADEMARK OFFICE

DEC - 6 1989

Jeffrey S. Sand
ACTING COMMISSIONER OF
PATENTS AND TRADEMARK OFFICE

ERR 5221 INK 926

TRADE-MARK

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