

FORM PTO-1618B

Page 2

U.S. Department of
Commerce
Patent and Trademark Office
TRADEMARK

Expires 06/30/99
OMB 0851-0027

Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name _____

Address (line 1) _____

Address (line 2) _____

Address (line 4) _____

Correspondent Name and Address

Area Code and Telephone Number 312-577-7000

Name JOSEPH T. NABOR

Address (line 1) Fitch, Even, Tabin & Flannery

Address (line 2) 120 South LaSalle Street, Suite 1600

Address (line 4) Chicago, Illinois 60603

Pages Enter the total number of pages of the attached conveyance document including any attachments.

11

Trademark Application Number(s) or Registration Number(s) [] Mark if additional numbers attached.
Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)

Registration Number(s)

			1,962,582		
			1,670,026		

Number of Properties

Enter the total number of properties involved.

2

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41):

\$ 65.00

Method of Payment: Enclosed [] Deposit Account [X]
(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number:

06-1135

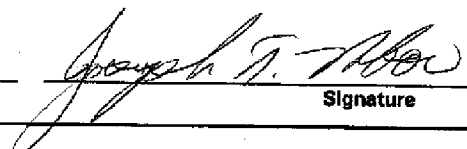
Authorization to charge additional fees:

Yes [X] No []

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. Charges to deposit account are authorized, as indicated herein.

JOSEPH T. NABOR
Name of Person Signing


Signature

04/16/03
Date Signed

FORM PTO-1618C
Expires 06/30/99
OMB 0651-0027

U.S. Department of Commerce
Patent and Trademark Office
TRADEMARK

**RECORDATION FORM COVER SHEET
CONTINUATION
TRADEMARKS ONLY**

Conveying Party

Mark if additional names of conveying parties attached.

Enter Additional Conveying Party
Name CFI, INC.

Execution Date
Month Day Year
05/31/02

Formerly _____

Individual General Partnership Limited Partnership Corporation Association

Other _____

Citizenship/State of Incorporation/Organization PENNSYLVANIA

Receiving Party

Mark if additional names of receiving parties attached.

Enter Additional Receiving Party

Name _____

DBA/AKA/TA _____

Composed of _____

Address (line 1) _____

Address (line 2) _____

Address (line 3) _____

City

State

Zip Code

Individual General Partnership Limited Partnership

Corporation Association

Other _____

Citizenship/State of Incorporation/Organization _____

If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be on a separate document from assignment.)

Trademark Application Number(s) or Registration Number(s)

Mark if additional numbers attached.

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)

Registration Number(s)

MAY-31-2002 11:15

CT CORP CLAYTON TERM 2

314 863 1598 P.02

**PENNSYLVANIA DEPARTMENT OF STATE
CORPORATION BUREAU**

Articles/Certificate of Merger
(15 Pa.C.S.)

Entry Number
704602

Domestic Business Corporation (§ 1926)
 Domestic Nonprofit Corporation (§ 5926)
 Limited Partnership (§ 8547)

Name _____
 Address _____
 City _____ State _____ Zip Code _____

Document will be returned to the name and address you enter to the left.

Fee: \$108 plus \$28 additional for each Party in additional to two

Filed in the Department of State on MAY 31 2002

C. Michael Stewart
 Secretary of the Commonwealth

ACTING

In compliance with the requirements of the applicable provisions (relating to articles of merger or consolidation), the undersigned, desiring to effect a merger, hereby state that:

1. The name of the corporation/limited partnership surviving the merger is:
Taylor Packing Co., Inc.

2. Check and complete one of the following:

The surviving corporation/limited partnership is a domestic business/nonprofit corporation/limited partnership and the (a) address of its 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) Number and Street _____ City _____ State _____ Zip _____ County _____

(b) Name of Commercial Registered Office Provider _____ County _____
 c/o CT Corporation System _____ Luzerne

The surviving corporation/limited partnership is a qualified foreign business/nonprofit corporation/limited partnership incorporated/formed under the laws of _____ and the (a) address of its 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) Number and Street _____ City _____ State _____ Zip _____ County _____

(b) Name of Commercial Registered Office Provider _____ County _____
 c/o _____

The surviving corporation/limited partnership is a nonqualified foreign business/nonprofit corporation/limited partnership incorporated/formed under the laws of _____ and the address of its principal office under the laws of such domiciliary jurisdiction is:

Number and Street _____ City _____ State _____ Zip _____

DSCB:15-1926/5926/8547-2

PART 15-1926/5926/8547-2

DSCB:15-1926/5926/8547-2

MAY-31-2002 12:09

PA. DEPT OF STATE
MAY 31 12:09 PM '02

99%

TRADEMARK

P.02

REEL: 2655 FRAME: 0596

2002051-549

3. The name and the address of the registered office in this Commonwealth or name of its commercial registered office provider and the county of venue of each other domestic business/nonprofit corporation/limited partnership and qualified foreign business/nonprofit corporation/limited partnership which is a party to the plan of merger are as follows:

Name	Registered Office Address	Commercial Registered Office Provider	County
Taylor Packing Co., Inc.	CT Corporation System		Luzerne
CFI, Inc.	CT Corporation System		Luzerne
Taylor By-Products, Inc.	CT Corporation System		Luzerne

4. Check, and if appropriate complete, one of the following:

- The plan of merger shall be effective upon filing these Articles/Certificate of Merger in the Department of State.
- The plan of merger shall be effective on: May 31, 2002 at 11:59 p.m.
Date Hour

5. The manner in which the plan of merger was adopted by each domestic corporation/limited partnership is as follows:

Name	Manner of Adoption
Taylor Packing Co., Inc.	Action of sole shareholder pursuant to 15 Pa.C.S. s 1905
CFI, Inc. and Taylor By-Products, Inc.	Action of sole shareholder pursuant to 15 Pa.C.S. s 1905

6. Strike out this paragraph if no foreign corporation/limited partnership is a party to the merger. The plan was authorized, adopted or approved, as the case may be, by the foreign business/nonprofit corporation/limited partnership (or each of the foreign business/nonprofit corporations/limited partnerships) party to the plan in accordance with the laws of the jurisdiction in which it is incorporated/organized.

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

- The plan of merger is set forth in full in Exhibit A attached hereto and made a part hereof
- Pursuant to 15 Pa.C.S. § 1901/§ 8547(b) (relating to omission of certain provisions from filed plans) the provisions, if any, of the plan of merger that amend or constitute the operative provisions of the Articles of Incorporation/Certificate of Limited Partnership of the surviving corporation/limited partnership as in effect subsequent to the effective date of the plan are set forth in full in Exhibit A attached hereto and made a part hereof. The full text of the plan of merger is on file at the principal place of business of the surviving corporation/limited partnership, the address of which is:

Box 188, Route 706, Wyalusing, Penn. 18853 Bradford
 Number and street City State Zip County

DSCB: 15-1926/5926/8547-3

PA025 - (10-02/2001) C T System OnLine

MAY-31-2002 11:15

CT CORP CLAYTON TEAM 2

314 863 1578 P.04

2002051-550

IN TESTIMONY WHEREOF, the undersigned corporation/limited partnership has caused these Articles/Certificate of Merger to be signed by a duly authorized officer thereof this

30th day of May

2002

CFI, Inc.

Name of Corporation/Limited Partnership

Will F. Rep

Signature

President

Title

Taylor Industries, Inc.

Name of Corporation/Limited Partnership

Will F. Rep

Signature

President

Title

DSCB: 15-1926/5926/8547

PARIS - 1505/2001 CT System Online

MAY-31-2002 12:09

CT CORP

99%

TRADEMARK

P.04

REEL: 2000 FRAME: 0000

MAY-31-2002 11:15

CT CORP CLAYTON TEAM 2

314 863 1578 P.05

2002051-551

IN TESTIMONY WHEREOF, the undersigned corporation/limited partnership has caused these Articles/Certificate of Merger to be signed by a duly authorized officer thereof this

30th day of May
2002

Taylor Packing Co., Inc.

Name of Corporation/Limited Partnership

Will F. Rupp

Signature

President

Title

Taylor By-Products, Inc.

Name of Corporation/Limited Partnership

Will F. Rupp

Signature

President

Title

DSCB: 15-1926/5926/8547

FA021 04/21/01 CT System Online

MAY-31-2002 12:10

CT CORP

99% TRADEMARK P.05
REEL: 2635 FRAME: 0601

COMMONWEALTH OF PENNSYLVANIA
DEPARTMENT OF STATE

JUNE 12, 2002

TO ALL WHOM THESE PRESENTS SHALL COME, GREETING:

TAYLOR PACKING CO., INC.

I, C Michael Weaver, acting Secretary of the Commonwealth of Pennsylvania do hereby certify that the foregoing and annexed is a true and correct photocopy of Articles of Merger

which appear of record in this department



IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Seal of the Secretary's Office to be affixed, the day and year above written.

ACTING

A handwritten signature in cursive script that reads "C. Michael Weaver".

Secretary of the Commonwealth

DPOS

TAYLOR BY-PRODUCTS, INC. and CFL, INC. MERGER

INTO

TAYLOR PACKING CO., INC.

TRADEMARK REGISTRATIONS

<u>MARK</u>	<u>REG. NO.</u>	<u>REG. DATE</u>
FAT PEAK	1,670,025	December 31, 1991
PRO PEAK	1,962,582	March 19, 1996