

02-14-2003

Form PTO-1594 (Rev. 10/02) OMB No. 0651-0027 (exp. 6/30/2005)



U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office

Tab settings

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To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

GIVE AND GO PREPARED FOODS INC.

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

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

3. Nature of conveyance:

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

Execution Date: 01/26/1998

2. Name and address of receiving party(ies)

Name: GIVE AND GO HOLDINGS INC.

Internal Address:

Street Address: 6650 Finch Avenue West, Unit 8

City: Rexdale, Ontario State: CA Zip: M9W 6C2

- Individual(s) citizenship, Association, General Partnership, Limited Partnership, Corporation-State Canada, 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

4. Application number(s) or registration number(s):

A. Trademark Application No.(s)

B. Trademark Registration No.(s) 2,131,791

Additional number(s) attached Yes No

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

Name: Eric W. Gallender

Internal Address: Brinks, Hofer, Gilson & Lione

Street Address: P.O. Box 10395

City: Chicago State: IL Zip: 60610

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:

23-1925

DO NOT USE THIS SPACE

9. Signature.

Eric W. Gallender Name of Person Signing

Eric W. Gallender Signature

Feb. 7, 2003 Date

Total number of pages including cover sheet, attachments, and document: 5

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

02/13/2003 LMUELLER 00000137 2131791

01 FD:R521

40.00 OP

TRADEMARK REEL: 002672 FRAME: 0236

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Ontario Corporation Number
Numéro de la société en Ontario

820953

CERTIFICATE

This is to certify that these articles are adopted on

CERTIFICAT

Ceci certifie que les présents statuts ont été adoptés en vigueur le

JANUARY 26 JANVIER, 1998

M. D. L...

Director of Corporations
Directeur des sociétés par actions

Trust Code

C

**ARTICLES OF AMENDMENT
STATUTS DE MODIFICATION**

Form 3
Business
Corporations
ACT
Formule 3
Loi sur les
sociétés par
actions

1. The present name of the corporation is: **Dénomination sociale actuelle de la société :**

G	I	V	E	A	N	D	G	O	P	R	E	P	A	R	E	D	F	O	O	D	S	I	N	C

2. The name of the corporation is changed to (if applicable): **Nouvelle dénomination sociale de la société (s'il y a lieu) :**

G	I	V	E	A	N	D	G	O	H	O	L	D	I	N	G	S	I	N	C					

3. Date of incorporation/amalgamation: **Date de la constitution ou de la fusion :**

17th day of February, 1989.

(Day, Month, Year)
(jour, mois, année)

4. The articles of the corporation are amended as follows: **Les statuts de la société sont modifiés de la façon suivante :**

By changing the name of the Corporation to Give and Go Holdings Inc.

Section 4
Processing Information

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Form 3
BUSINESS
CORPORATIONS
ACT
Formule 3
Loi sur les
sociétés par
actions

- 5. The amendment has been duly authorized as required by sections 168 and 170 (as applicable) of the Business Corporations Act.
- 6. The resolution authorizing the amendment was approved by the shareholders / directors (as applicable) of the corporation on

La modification a été dûment autorisée conformément aux articles 168 et 170 (selon le cas) de la Loi sur les sociétés par actions.

Les actionnaires ou les administrateurs (selon le cas) de la société ont approuvé la résolution autorisant la modification le

22nd day of January, 1998.

(Day, Month, Year)
(jour, mois, année)

These articles are signed in duplicate.

Les présents statuts sont signés en double exemplaire.

Give and Go Prepared Foods Inc.

(Name of Corporation)
(Dénomination sociale de la société)

By/Par:

(Signature)
(Signature)

(Description of Office)
(Fonction)

Daniel Devlin

President

Section 4
concerning interests

document completed
by First Corporate or
Corporate Secretary Ltd.
Toronto, Ontario

When a registered
basic form of
Business Corporation
COR-24