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102388479

To the Assistant Commissioner for Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies): **3-11-03**  
 California Flavor Labs, Inc.  
 Individual(s)  Association  
 General Partnership  Limited Partnership  
 Corporation - California  
 Other \_\_\_\_\_  
 Additional name(s) of conveying party(ies) attached?  Yes  No

2. Name and address of receiving party(ies):  
 Name: American Fruits and Flavors  
 Internal Address: \_\_\_\_\_  
 Street Address: 10725 Sutter Avenue  
 City: Pacoima State: CA ZIP: 91331  
 Individual(s) citizenship \_\_\_\_\_  
 Association \_\_\_\_\_  
 Limited Partnership \_\_\_\_\_  
 Corporation - California  
 Other \_\_\_\_\_

3. Nature of conveyance:  
 Assignment  Merger  
 Security Agreement  Change of Name  
 Other \_\_\_\_\_  
 Execution Date: 03/08/1989

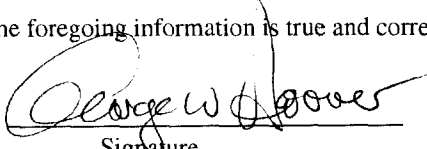
If assignee is not domiciled in the United States, a domestic representative designation is attached:  Yes  No  
 (Designations must be a separate document from Assignment)  
 Additional name(s) & address(es) attached?  Yes  No

4. Application number(s) or registration number(s):  
 A. Trademark Application No.(s) \_\_\_\_\_  
 B. Trademark No.(s): 1,486,393; 1,784,302; 1,787,095; 1,804,679; 1,953,507; 2,046,867  
 Additional numbers attached?  Yes  No

5. Name and address of party to whom correspondence concerning document should be mailed:  
 Name: George W Hoover  
 Internal Address: \_\_\_\_\_  
BLAKELY, SOKOLOFF, TAYLOR & ZAFMAN LLP  
 Street Address: 12400 Wilshire Boulevard  
Seventh Floor  
 City: Los Angeles State: CA ZIP: 90025

6. Total number of applications and trademarks involved: 6  
 7. Total fee (37 CFR 3.41) .....\$ 240.00  
 Enclosed  
 Authorized to charged to deposit account  
 8. Deposit account number:  
02-2666  
 (Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

9. 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.  
George W Hoover  March 6, 2003  
 Name of Person Signing Signature Date

Attny Dkt No.: 003682.G000 Total number of pages including cover sheet: 3  
 I hereby certify that this correspondence is being deposited with the United States Postal Service as first class mail in an envelope addressed to Assistant Commissioner for Trademarks, Washington, D.C. 20231 on: March 6, 2003  
Kelly Walsh March 6, 2003  
 Kelly Walsh Date Attny Dkt No. 003682.G000

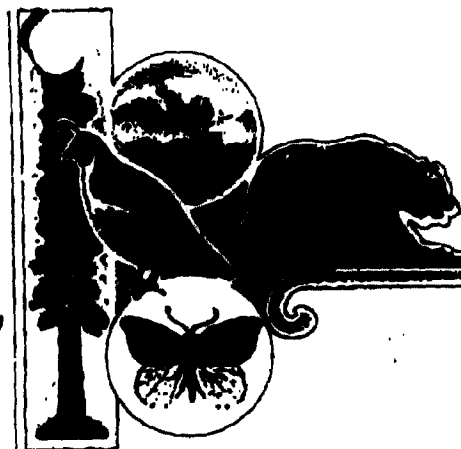
03/12/2003 ECOOPER 00000170 1486393  
 01 FC:8521 40.00 OP  
 02 FC:8522 125.00 OP

000125025  
 03/12/2003 ECOOPER  
 TRADEMARK



# State of California

OFFICE OF THE SECRETARY OF STATE



## CERTIFICATE OF STATUS DOMESTIC CORPORATION

I, MARCH FONG EU, *Secretary of State of the State of California*, hereby certify:

That on the 25th day of March, 19 75,  
"California Flavor Labs Inc.", NOW:  
**AMERICAN FRUITS AND FLAVORS**

*became incorporated under the laws of the State of California by filing its Articles of Incorporation in this office; and*

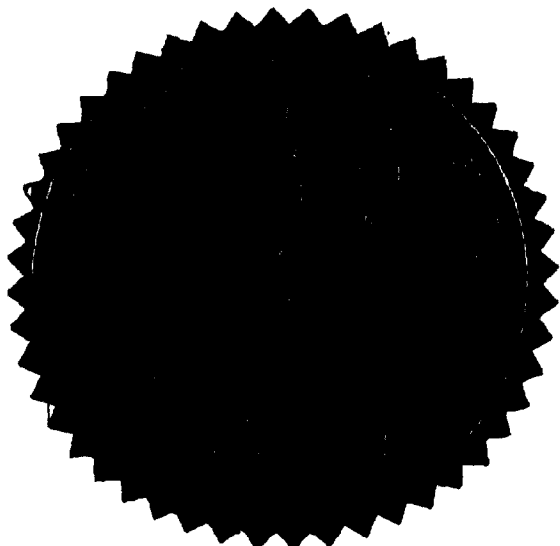
*That no record exists in this office of a certificate of dissolution of said corporation nor of a court order declaring dissolution thereof, nor of a merger or consolidation which terminated its existence; and*

*That said corporation's corporate powers, rights and privileges are not suspended on the records of this office; and*

*That according to the records of this office, the said corporation is authorized to exercise all its corporate powers, rights and privileges and is in good legal standing in the State of California; and*

*That no information is available in this office on the financial condition, business activity or practices of this corporation.*

*IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this 5th day of September, 1990*



*March Fong Eu*  
Secretary of State

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FILED  
In the Office of the Secretary of State  
of the State of California

MAR 29 1989

*March Fong Ee*  
MARCH FONG EE, Secretary of State

CERTIFICATE OF AMENDMENT  
OF  
ARTICLES OF INCORPORATION

Fred G. Farago and Marianna K. Farago certify that:

1. They are the president and the secretary, respectively, of CALIFORNIA FLAVOR LABS INC.
2. Article I of the Articles of Incorporation of this corporation is amended to read as follows:

"ARTICLE I

The name of the corporation is:

AMERICAN FRUITS AND FLAVORS"

3. The foregoing amendment of Articles of Incorporation has been duly approved by the sole director of the corporation.

4. The foregoing amendment of Articles of Incorporation has been duly approved by the required vote of the shareholders in accordance with Section 903 of the Corporations Code. The total number of outstanding shares of the corporation is 50,000. The number of shares voting in favor of the amendment equaled or exceeded the vote required. The percentage vote required was more than 66 2/3%.

*Fred G. Farago*  
Fred G. Farago, President

*Marianna K. Farago*  
Marianna K. Farago, Secretary

The undersigned declares under penalty of perjury under the laws of the State of California that the matters set forth in the foregoing certificate are true and correct of our own knowledge.

Dated: March 8, 1989

*Fred G. Farago*  
Fred G. Farago

*Marianna K. Farago*  
Marianna K. Farago

San Diego 6