

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1

Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
<b>CONVEYING PARTY DATA</b>			
Name	Formerly	Execution Date	Entity Type
Wells and Wade Fruit Company		03/23/2001	CORPORATION: WASHINGTON
<b>RECEIVING PARTY DATA</b>			
Name:	Beebe Orchard Company		
Street Address:	One Dole Drive		
City:	Westlake Village		
State/Country:	CALIFORNIA		
Postal Code:	91362-7300		
Entity Type:	CORPORATION: DELAWARE		
<b>PROPERTY NUMBERS Total: 1</b>			
Property Type	Number		
Registration Number:	514020		
<b>CORRESPONDENCE DATA</b>			
Fax Number:	(818)879-6615		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	818-879-6600		
Email:	marcy_reed@na.dole.com		
Correspondent Name:	Timothy J. Oswald		
Address Line 1:	One Dole Drive		
Address Line 2:	Dole Food Company, Inc.		
Address Line 4:	Westlake Village, CALIFORNIA 91362-7300		
ATTORNEY DOCKET NUMBER:	0381203		
NAME OF SUBMITTER:	Marcy Reed		

CH \$40.00 514020

Total Attachments: 2  
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**CERTIFICATE OF MERGER**  
**OF**  
**WELLS AND WADE FRUIT COMPANY**  
**AND**  
**BEEBE ORCHARD COMPANY**

It is hereby certified that:

1. The constituent business corporations participating in the merger herein certified are:

(i) Wells and Wade Fruit Company, which is incorporated under the laws of the State of Washington; and

(ii) Beebe Orchard Company, which is incorporated under the laws of the State of Delaware.

2. An Agreement of Merger has been approved, adopted, certified, executed, and acknowledged by each of the aforesaid constituent corporations in accordance with the provisions of subsection (c) of Section 252 of the General Corporation Law of the State of Delaware, to wit, by Wells and Wade Fruit Company in accordance with the laws of the State of its incorporation and by Beebe Orchard Company in the same manner as is provided in Section 251 of the General Corporation Law of the State of Delaware.

3. The name of the surviving corporation in the merger herein certified is Beebe Orchard Company, which will continue its existence as said surviving corporation under the name **Dole Northwest, Inc.** upon the effective date of said merger pursuant to the provisions of the General Corporation Law of the State of Delaware.

4. The Certificate of Incorporation of Beebe Orchard Company is to be amended and changed by reason of the merger herein certified by striking out Article First, relating to the name, and by substituting in lieu thereof the following article:

"The name of the corporation is **Dole Northwest, Inc.**"

and said Certificate of Incorporation as so amended and changed shall continue to be the Certificate of Incorporation of said surviving corporation until further amended and changed in accordance with the provisions of the General Corporation Law of the State of Delaware.

5. The executed Agreement of Merger between the aforesaid constituent corporation is on file at an office of the aforesaid surviving corporation, the address of which is as follows: One Dole Drive, Westlake Village, California 91362.

6. A copy of the aforesaid Agreement of Merger will be furnished by the aforesaid surviving corporation, on request, and without cost, to any stockholder of each of the aforesaid constituent corporations.

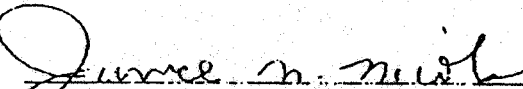
7. The authorized capital stock of Wells and Wade Fruit Company consists of one (1) share with a par value of \$ .01 per share.

8. The Agreement of Merger between the aforesaid constituent corporations provides that the merger herein certified shall be effective on April 2, 2001.

Dated: March 23 , 2001

**WELLS AND WADE FRUIT COMPANY**

By:

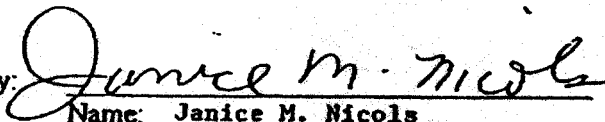


Name: Janice M. Nicols  
Its: Assistant Secretary

Dated: March 23 , 2001.

**BEEBE ORCHARD COMPANY**

By:



Name: Janice M. Nicols  
Its: Assistant Secretary

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