

5-21-03

06-12-2003

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



DEPARTMENT OF COMMERCE  
and Trademark Office

102471289

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

1. Name of conveying party(ies):  
Galaxy Foods Company

Individual(s)                       Association  
 General Partnership            Limited Partnership  
 Corporation-State  
 Other \_\_\_\_\_

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

2. Name and address of receiving party(ies)  
Name: Galaxy Nutritional Foods, Inc.  
Internal  
Address: \_\_\_\_\_  
Street Address: 2441 Viscount Row  
City: Orlando State: FL Zip: 32809

Individual(s) citizenship \_\_\_\_\_  
 Association \_\_\_\_\_  
 General Partnership \_\_\_\_\_  
 Limited Partnership \_\_\_\_\_  
 Corporation-State 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) & address(es) attached?  Yes  No

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

4. Application number(s) or registration number(s):  
 A. Trademark Application No.(s) \_\_\_\_\_  
 \_\_\_\_\_  
 Additional number(s) attached  Yes  No

B. Trademark Registration No.(s) 2641674,  
 2102820, 2314726, 2314619  
 \_\_\_\_\_

5. Name and address of party to whom correspondence concerning document should be mailed:  
 Name: Jill S. Riola  
 Internal Address: \_\_\_\_\_  
 \_\_\_\_\_  
 Street Address: 200 South Orange Avenue  
 Suite 2300  
 City: Orlando State: FL Zip: 32801

6. Total number of applications and registrations involved: ..... 11

7. Total fee (37 CFR 3.41).....\$ 290.00  
 Enclosed  
 Authorized to be charged to deposit account

8. Deposit account number: \_\_\_\_\_

DO NOT USE THIS SPACE

9. Signature: *Cindy M. Holcomb*                      5/19/03  
 Name of Person Signing                      Signature                      Date

Total number of pages including cover sheet, attachments, and document: 6

06/12/2003 BYRNE 00000003 2641674  
 01 FC: 4521 40.00 OP  
 02 FC: 0022 250.00 OP

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

Item 4 (continued):

Trademark Registration Numbers:

2343029

2189242

2068151

2074712

2106432

1744693

1788315

Trademark Application Numbers:

(None)

CERTIFICATE OF AMENDMENT  
OF  
CERTIFICATE OF INCORPORATION  
OF  
GALAXY FOODS COMPANY

Galaxy Foods Company, a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware (the "Corporation"), DOES HEREBY CERTIFY:

FIRST: That the Board of Directors of said Corporation pursuant to a unanimous written consent dated as of May 10, 2000, adopted the following resolution:

RESOLVED, that the Board of Directors of this Corporation hereby declares it advisable and in the best interest of the Corporation that Article First of the Certificate of Incorporation be amended to read as follows:

First: The name of the Corporation shall be "Galaxy Nutritional Foods, Inc."

SECOND: That the said amendment has been consented to and authorized by the holders of a majority of the issued and outstanding stock entitled to vote in accordance with the provisions of Section 211 of the General Corporation Law of the State of Delaware.

THIRD: That the aforesaid amendment was duly adopted in accordance with Sections 211 and 242 of the General Corporation Law of the State of Delaware.

FOURTH: That the aforesaid amendment shall become effective on November 17, 2000.

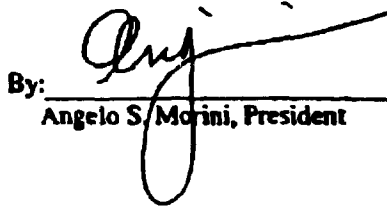
IN WITNESS WHEREOF, the Corporation has caused this Certificate to be signed by Angelo S. Morini, its President, and attested to by Cynthia L. Hunter, its Secretary, this 16<sup>th</sup> day of November, 2000.

ATTEST:



Cynthia L. Hunter, Secretary

GALAXY FOODS COMPANY



By: Angelo S. Morini, President

Office of the Secretary of State

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I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT THE SAID "GALAXY FOODS COMPANY", FILED A CERTIFICATE OF AMENDMENT, CHANGING ITS NAME TO "GALAXY NUTRITIONAL FOODS, INC.", THE SIXTEENTH DAY OF NOVEMBER, A.D. 2000, AT 9 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF AMENDMENT IS THE SEVENTEENTH DAY OF NOVEMBER, A.D. 2000.



*Harriet Smith Windsor*  
Harriet Smith Windsor, Secretary of State

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AUTHENTICATION: 0934909

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DATE: 01-25-01