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06-27-2003

Form PTO-1594
(Rev. 10/02)
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U.S. DEPARTMENT OF COMMERCE
U.S. Patent and Trademark Office

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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):
SCIS Food Services, Inc.

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

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

2. Name and address of receiving party(ies)
Name: Chef Solutions Inc.

Internal Address: _____
Address: _____

Street Address: 20 N. Martingale Rd., Ste 600
City: Schaumburg State: IL Zip: 60173

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: 03/05/2003

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

A. Trademark Application No.(s) _____

Additional number(s) attached Yes No

B. Trademark Registration No.(s) 1758563

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

Name: Bruce Haraguchi

Internal Address: Seyfarth Shaw

Street Address: 55 E. Monroe Street, Ste 4200

City: Chicago State: IL Zip: 60603

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41).....\$ 40

Enclosed
 Authorized to be charged to deposit account

8. Deposit account number:
19-1351

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DO NOT USE THIS SPACE

9. Signature.

Bruce Haraguchi
Name of Person Signing

B. Haraguchi
Signature

6/10/03
Date

Total number of pages including cover sheet, attachments, and document: 2

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

TRADEMARK
REEL: 002765 FRAME: 0141

CERTIFICATE OF AMENDMENT
OF
CERTIFICATE OF INCORPORATION

SCIS FOOD SERVICES, INC., a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware,

DOES HEREBY CERTIFY:

FIRST: That the Board of Directors of SCIS FOOD SERVICES, INC., by the unanimous written consent of its members, filed with the minutes of the board, duly adopted resolutions, setting forth a proposed amendment to the Certificate of Incorporation of said corporation, declaring said amendment to be advisable and calling a meeting of the stockholders of said corporation for consideration thereof. The resolution setting forth the proposed amendment is as follows:

RESOLVED, that the Certificate of Incorporation of the Corporation be amended by changing the Article First thereof so that, as amended said Article shall be and read as follows:

"The name of the corporation is Chef Solutions Inc."

SECOND: That thereafter, pursuant to resolution of its Board of Directors, the holders of all of the shares of SCIS FOOD SERVICES, INC. consented to the amendment.

THIRD: That said amendment was duly adopted in accordance with the provisions of Section 242 of the General Corporation Law of the State of Delaware.

FOURTH: That this Certificate of Amendment of the Certificate of Incorporation shall be effective upon filing.

IN WITNESS WHEREOF, said SCIS FOOD SERVICES, INC. has caused this certificate to be executed this 5th day of March, 2002.

SCIS FOOD SERVICES, INC.

By: Michael E. Brea
Title: President + CEO