

FORM PTO-1595
1-31-92

07-31-2003

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

REC



To the Assistant Commissioner for Trademarks. Please

102512540

hereof.

1. Name of conveying party(ies):

7-15-03

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

Name: The Pictsweet Company

United Foods, Inc.

Street Address: Ten Pictsweet Drive

City Bells State Tennessee Zip 38006

Individual(s) citizenship _____

Association _____

General Partnership _____

Limited Partnership _____

Corporation - Delaware _____

Other _____

If assignee is not domiciled in the United States, a domestic representative designation is attached Yes No
(Designation must be a separate document from Assignment)

Additional name(s) & address(es) attached? Yes No

- Individual(s)
- General Partnership
- Corporation - of Delaware
- Other _____
- Association
- Limited liability company

Additional name(s) & address(es) attached? Yes No

3. Nature of Conveyance:

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

Execution Date: June 16, 2003; June 16, 2003

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

Application No.(s)

Registration No.(s)

SEE THE ATTACHED SCHEDULE

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

Name: Norman H. Zivin

Internal Address: Cooper & Dunham LLP

Street Address: 1185 Avenue of the Americas

23rd Floor

City: New York State: New York ZIP: 10036

6. Total number of applications involved: 30

7. Total fee (37 CFR 3.41): \$ 765.00

Enclosed

Authorized to be charged to deposit account

8. Deposit account number:

03-3125

(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.

Norman H. Zivin
Name of Person Signing

Signature

July 9, 2003
Date

Total Number of pages including cover sheet: 6

Do not detach this portion

Mail documents to be recorded with required cover sheet information to:

07/30/2003 LHMELLER 00000246 375188

01 FC:8521
02 FC:8522

40.00 OP
725.00 OP

Commissioner of Patents and Trademarks
Box Assignments
Washington, D.C. 20231



07-15-2003

U.S. Patent & TMO/TM Mail Rcpt Dt. #73

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TRADEMARK
REEL: 002791 FRAME: 0248

UNITED FOODS, INC. TRADEMARK APPLICATIONS/REGISTRATIONS

FEDERAL

<u>REGISTRATION NO.</u>	<u>REGISTRATION DATE</u>	<u>TRADEMARK</u>
375,188	02/13/40	WINTER GARDEN
559,848	06/10/52	PICTSWEET
789,404	05/11/65	DULANY
994,419	10/01/74	VEGETABLES ORIENT
994,420	10/01/74	VEGETABLES DEL SOL
1,001,605	01/14/75	VEGETABLES MILANO
1,005,407	02/25/75	BROCCOLI FLORENTINE
1,030,931	01/20/76	WINTER GARDEN
1,032,416	02/03/76	WINTER GARDEN
1,140,461	10/14/80	WINTER GARDEN & Design
1,142,730	12/09/80	SOUP LADLE
1,282,683	06/19/84	QUICK 'N CHEESY
1,285,421	07/10/84	10-E-C & Design
1,294,712	09/11/84	EVERFRESH
1,296,603	09/18/84	PRIME FROZ-N
1,297,862	09/25/84	VEGETABLES GRANDE
1,299,717	10/09/84	VEGETABLES ROMANO
1,309,243	12/11/84	VEGETABLES PARISIAN
1,338,212	05/28/85	VEGETABLES JAPANESE
1,387,668	03/25/86	VEGETABLES SWISS
1,388,452	04/01/86	VEGETABLES WESTERN
1,418,796	11/25/86	VEGETABLES CALIFORNIA
1,511,939	11/08/88	EXPRESS
1,623,147	11/13/90	VEGETABLES CANTONESE
1,720,569	09/29/92	PICTSWEET
2,080,426	07/27/97	UNITED EXPRESS
2,120,773	12/16/97	PRODUCT OF THE USA & Design

<u>APPN. NO.</u>	<u>APPN DATE</u>	<u>TRADEMARK</u>
76/461,597	10/18/02	QUICK 'N BUTTERY
76/461,596	10/18/02	QUICK 'N SAUCY
76/461,595	10/18/02	QUICK 'N SPICY

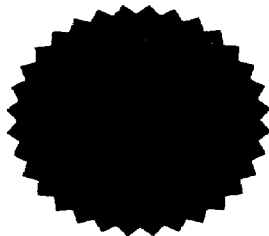
Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "UNITED FOODS, INC.", CHANGING ITS NAME FROM "UNITED FOODS, INC." TO "THE PICTSWEET COMPANY", FILED IN THIS OFFICE ON THE NINETEENTH DAY OF JUNE, A.D. 2003, AT 11 O'CLOCK A.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

2013398 8100

030405290

AUTHENTICATION: 2483083

DATE: 06-19-03

TRADEMARK

REEL: 002791 FRAME: 0250

**CERTIFICATE OF AMENDMENT
OF
CERTIFICATE OF INCORPORATION**

UNITED FOODS, 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 at a meeting of the Board of Directors of UNITED FOODS, INC., resolutions were duly adopted setting forth a proposed amendment of the Certificate of Incorporation of said corporation, declaring said amendment to be advisable and calling a meeting of the sole shareholder of said corporation for consideration thereof. The resolution setting forth the proposed amendment is as follows:

NOW, THEREFORE, BE IT 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 THE PICTSWEET COMPANY.”

SECOND: that thereafter, pursuant to a resolution of its Board of Directors and in accordance with Section 228 and 229 of the General Corporation law of the State of Delaware, action by written consent in lieu of a special meeting of the sole shareholder of said corporation was duly called and taken, upon notice in accordance with Section 222 of the General Corporation law of the State of Delaware at which meeting the necessary number of shares as required by statute were voted in favor of the amendment.

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

FOURTH: That the capital of said corporation shall not be reduced under or by reason of said amendment.

IN WITNESS WHEREOF, said UNITED FOODS, INC. has caused this certificate to be signed by B. M. Ennis, its Executive Vice President, Chief Administrative Officer, and Laird R. Jones, its Secretary, this 16 day of June, 2003.

By: B. M. Ennis

Its: Executive Vice President, Chief Administrative Officer

Attest: Laird R. Jones

Its: Secretary

PICTSWEET LLC

Pictsweet LLC, a Delaware limited liability company, hereby consents to the use of the name "The Pictsweet Company" by the so named Delaware corporation, formerly named "United Foods, Inc."

PICTSWEET LLC

By: 

James A. Tankersley

Its: President

Date: June 16, 2003