

FORM PTO-1594 (Modified)  
(Rev. 10/02)  
OMB No. 0651-0027 (exp. 6/30/2005)  
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TM05/REV03

RECORDATION FORM COVER SHEET  
**TRADEMARKS ONLY**

Docket No.:  
**004-T-30**

Tab settings → → → ▼ ▼ ▼ ▼ ▼ ▼ ▼ ▼

To the Director of the United States Patent and Trademark Office: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):  
**BF USB Inc.**

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

Additional names(s) of conveying party(ies)       Yes  No

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

Name: **Archway Cookies, LLC**

Internal Address: \_\_\_\_\_

Street Address: **67 W. Michigan Avenue, Suite 200**

City: **Battle Creek**                      State: **MI**      ZIP: **49017**

Individual(s) citizenship \_\_\_\_\_  
 Association \_\_\_\_\_  
 General Partnership \_\_\_\_\_  
 Limited Partnership \_\_\_\_\_  
 Corporation-State \_\_\_\_\_  
 Other **Limited Liability Company - Dalaware**

If assignee is not domiciled in the United States, a domestic designation is                       Yes       N  
(Designations must be a separate document from  
Additional name(s) & address(es)                       Yes       N

3. Nature of conveyance:

Assignment                               Merger  
 Security Agreement                       Change of Name  
 Other \_\_\_\_\_

Execution Date: **January 24, 2003**

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

A. Trademark Application No.(s)  
**73/657,991**

Additional numbers                       Yes  No

B. Trademark Registration No.(s)  
**1,520,007**

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

Name: **Howard C. Miskin**

Internal Address: **Stoll, Miskin & Badle**

Street Address: **350 Fifth Avenue, Suite 4710**

City: **New York**                      State: **NY**      ZIP: **10118**

6. Total number of applications and registrations involved:..... **1**

7. Total fee (37 CFR 3.41):.....\$ **\$40.00**

Enclosed  
 Authorized to be charged to deposit account

8. Deposit account number:  
**13-3731**

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.*

**Howard C. Miskin**                      *Howard C. Miskin*                      **February 11, 2004**  
Name of Person Signing                      Signature                      Date

Total number of pages including cover sheet, attachments, and **4**

CH \$40.00 133731 1520007

# Delaware

PAGE 1

*The First State*

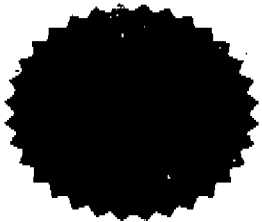
I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"BF USB INC.", A DELAWARE CORPORATION,

"THE SHUR-GOOD BISCUIT, INC.", A OHIO CORPORATION,

WITH AND INTO "ARCHWAY COOKIES, LLC" UNDER THE NAME OF "ARCHWAY COOKIES, LLC", A LIMITED LIABILITY COMPANY ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-FOURTH DAY OF JANUARY, A.D. 2003, AT 1 O'CLOCK P.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

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AUTHENTICATION: 2223632

TRADEMARK

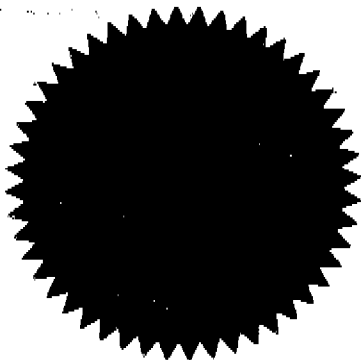
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Notarial Certificate of True Copy

<b>CANADA</b>	)	<b>TO ALL TO WHOM THESE PRESENTS</b>
	)	
<b>PROVINCE OF ONTARIO</b>	)	<b>MAY COME, BE SEEN OR KNOWN</b>
	)	
	)	
	)	
<b>TO WIT:</b>	)	

I, Mirella C. D'Avanzo, a Notary Public, in and for the Province of Ontario, by Royal Authority duly appointed, residing at the City of Mississauga, in the Regional Municipality of Peel, and practising at 405 The West Mall, Etobicoke, in said Province, **DO HEREBY CERTIFY AND ATTEST** that the paper-writing hereto annexed is a true copy of a document produced and shown to me and purporting to be a Certificate of Merger, dated the 24th day of January, 2003, merging BF USB Inc., The Shur-Good Biscuit, Inc. with and into Archway Cookies, LLC under the name of Archway Cookies, LLC, the said copy having been compared by me with the said original document, an act whereof being requested I have granted under my Notarial Form and Seal of Office to serve and avail as occasion shall or may require.

**IN TESTIMONY WHEREOF** I have hereto subscribed my name and affixed my Notarial Seal of Office at Etobicoke this 30<sup>th</sup> day of May, 2003.



*Mirella D'Avanzo*  
 \_\_\_\_\_  
 A Notary Public in and for  
 the Province of Ontario

STATE OF DELAWARE  
 SECRETARY OF STATE  
 DIVISION OF CORPORATIONS  
 FILED 01:00 PM 01/24/2003  
 030050237 - 2956226

**STATE OF DELAWARE  
 CERTIFICATE OF MERGER OR CONSOLIDATION**

of  
 The Shur-Good Biscuit Co., Inc., an Ohio corporation,  
 and  
 BF USB Inc., a Delaware Corporation,  
 merging into  
 Archway Cookies, LLC, a Delaware Limited Liability Company.

Pursuant to Title 6, Section 18-209 of the Delaware Limited Liability Company Act, the undersigned limited liability company executes the following Certificate of Merger:

**FIRST:** The name of the surviving limited liability company is Archway Cookies, LLC, a Delaware limited liability company, and the name of the business entities being merged into this surviving limited liability company are The Shur-Good Biscuit Co., Inc., an Ohio corporation, and BF USB Inc., a Delaware Corporation.

**SECOND:** An Agreement of Merger has been approved, adopted, certified, executed and acknowledged by the surviving limited liability company and the merging corporations.

**THIRD:** The name of the surviving limited liability company is Archway Cookies, LLC.

**FOURTH:** The merger is to become effective on January 26, 2003.

**FIFTH:** The Agreement of Merger is on file at the following place of business of the surviving limited liability company: 67 W. Michigan Ave., Suite 200, Battle Creek, Michigan 49017.

**SIXTH:** A copy of the Agreement of Merger will be furnished by the surviving limited liability company on request, without cost, to any member of the surviving limited liability company or shareholder of the merging corporations.

**IN WITNESS WHEREOF,** said limited liability company has caused this certificate to be signed by an authorized person on January 24, 2003.

**ARCHWAY COOKIES, LLC**

By: Mother's Cake & Cookie Co.  
 Its Sole Member and Manager

By:   
 Name: Alan J. Laska  
 Title: Treasurer

By:   
 Name: Paul Roberts  
 Title: Assistant Secretary